

2022 Annual Report



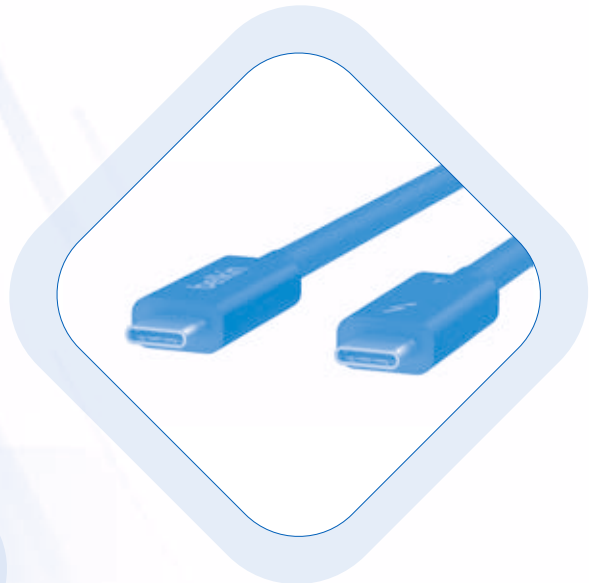
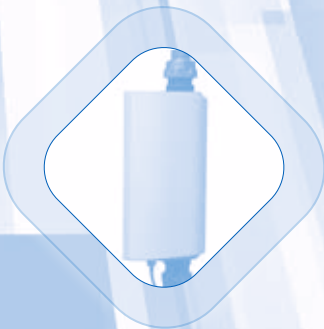
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Contents

Corporate Information	2
Financial Highlights	4
Chairman's Statement	5
Management Discussion and Analysis	8
Directors and Senior Management	18
Directors' Report	23
Corporate Governance Report	51
Independent Auditor's Report	73
Consolidated Income Statement	79
Consolidated Statement of Comprehensive Income	80
Consolidated Balance Sheet	81
Consolidated Statement of Changes in Equity	83
Consolidated Statement of Cash Flows	85
Notes to the Consolidated Financial Statements	87
Definitions	210



Corporate Information

LEGAL NAME OF THE COMPANY

FIT Hon Teng Limited (incorporated in the Cayman Islands with limited liability under the name Foxconn Interconnect Technology Limited and carrying on business in Hong Kong as FIT Hon Teng Limited)

PLACE OF LISTING AND STOCK CODE

The Stock Exchange of Hong Kong Limited
Stock code: 6088

DIRECTORS

Executive Directors

LU Sung-Ching (盧松青)
LU Pochin Christopher (盧伯卿)
PIPKIN Chester John

Non-executive Director

TRAINOR-DEGIROLAMO Sheldon

Independent non-executive Directors

CURWEN Peter D
TANG Kwai Chang (鄧貴彰)
CHAN Wing Yuen Hubert (陳永源)

JOINT COMPANY SECRETARIES

WONG Kenneth Tak-Kin (黃德堅)
NG Sau Mei (伍秀薇) (FCG, HKFCG)

AUDIT COMMITTEE

TANG Kwai Chang (鄧貴彰) (Chairman)
CURWEN Peter D
CHAN Wing Yuen Hubert (陳永源)

REMUNERATION COMMITTEE

CHAN Wing Yuen Hubert (陳永源) (Chairman)
TANG Kwai Chang (鄧貴彰)
TRAINOR-DEGIROLAMO Sheldon

NOMINATION COMMITTEE

LU Sung-Ching (盧松青) (Chairman)
CHAN Wing Yuen Hubert (陳永源)
CURWEN Peter D

ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

CURWEN Peter D (Chairman)
PIPKIN Chester John
TRAINOR-DEGIROLAMO Sheldon

PRINCIPAL PLACE OF BUSINESS AND ADDRESS OF HEADQUARTERS

66-1, Chungshan Road
Tucheng District, New Taipei City 23680
Taiwan

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

31/F, Tower Two, Times Square
1 Matheson Street, Causeway Bay
Hong Kong

AUDITOR

PricewaterhouseCoopers
*Certified Public Accountants and
Registered Public Interest Entity Auditor*

LEGAL ADVISOR

Sullivan & Cromwell (Hong Kong) LLP

PRINCIPAL BANKS

Citibank, Taiwan Limited
Bank of America, Taipei Branch

AUTHORIZED REPRESENTATIVES

LU Pochin Christopher (盧伯卿)
NG Sau Mei (伍秀薇)

SHARE REGISTRAR AND TRANSFER OFFICE

Principal

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111
Cayman Islands

Hong Kong

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen's Road East, Wanchai
Hong Kong

REGISTERED OFFICE

Cricket Square
Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111
Cayman Islands

WEBSITE

<http://www.fit-foxconn.com>

Financial Highlights

	Year ended December 31,				
	2022	2021	2020	2019	2018
	USD'000	USD'000	USD'000	USD'000	USD'000
	Audited	Audited	Audited	Audited	Audited
Key income statement items					
Revenue	4,530,603	4,490,215	4,314,661	4,372,382	4,005,635
Gross Profit	767,835	673,006	579,772	754,195	708,077
Operating profit	307,384	176,668	124,757	275,170	308,552
Profit attributable to owners of the Company	169,619	137,625	42,509	235,414	232,675

	Year ended December 31,				
	2022	2021	2020	2019	2018
	USD'000	USD'000	USD'000	USD'000	USD'000
	Audited	Audited	Audited	Audited	Audited
Key balance sheet items					
Current assets	2,763,996	3,033,884	2,848,113	2,741,909	2,752,810
Total assets	4,547,183	5,006,664	4,638,937	4,407,029	4,309,744
Total equity	2,346,939	2,395,583	2,190,376	2,077,347	1,947,328
Current liabilities	1,539,360	1,937,177	1,789,962	1,662,178	2,269,086
Total liabilities	2,200,244	2,611,081	2,448,561	2,329,682	2,362,416

	Year ended December 31,				
	2022	2021	2020	2019	2018
	USD'000	USD'000	USD'000	USD'000	USD'000
	Audited	Audited	Audited	Audited	Audited
Key financial ratios					
Gross profit margin	16.9%	15.0%	13.4%	17.2%	17.7%
Operating profit margin	6.8%	3.9%	2.9%	6.3%	7.7%
Margin of profit attributable to owners of the Company	3.7%	3.1%	1.0%	5.4%	5.8%

	Year ended December 31,				
	2022	2021	2020	2019	2018
	USD'000	USD'000	USD'000	USD'000	USD'000
	Audited	Audited	Audited	Audited	Audited
Key operating ratios					
Average inventory turnover days ¹	94	92	81	68	65
Average trade receivables turnover days ²	71	78	76	78	88
Average trade payables turnover days ¹	70	69	67	71	73

(1) Average inventory and trade payables turnover days are based on the average balance of such item divided by cost of sales for the year and multiplied by the number of days in the year. Average balance is calculated as the average of the beginning balance and ending balance of the year. The number of days for a year is 365 days.

(2) Average trade receivables turnover days are based on the average balance of trade receivables, which include trade receivables due from third parties and trade receivables from related parties, divided by revenue for the year and multiplied by the number of days in the year. Average balance is calculated as the average of the beginning balance and ending balance of the year. The number of days for a year is 365 days.

Chairman's Statement

Dear Shareholders,

On behalf of the Board, I am pleased to present the annual results of FIT Hon Teng Limited for the financial year ended December 31, 2022.

In 2022, sudden geopolitical events and the upheaval of the supply chain in the first half of the year had affected part of our production facility, while COVID-19 outbreaks in China and global interest rate hikes also posed difficulties to customers in various industries.

Still, we navigated these challenges, continued implementing our 3+3 strategy, and realigned our resources, resulting in operational efficiencies and a higher-margin product mix. FIT successfully resumed scale production during the second half, improving our revenue back to pre-pandemic levels compared with last year.

Leveraging our globally competitive and well-diversified manufacturing capabilities, together with our parent company Hon Hai Group's strategic transformation, we have maintained our leading market position in Smartphone components. We have also made strategic acquisitions to expand our core competencies and address future needs. This lays the solid foundation which enables our firm to deliver sustainable value to Shareholders.

DEVELOPMENT STRATEGIES

Building on our established expertise and aligning with FIT's 3+3 strategy, we pushed forward with our transformation into developing advanced and integrated connectivity solutions for EV mobility, 5G AIoT and Audio. This has allowed us to capitalize on platform upgrades arising from the next-generation interconnected solutions and technologies.

By shifting and pooling resources to provide connector and system components, we capture opportunities from the rapidly expanding EV and E-bike markets. In networking applications, we provide low latency and agile 5G AIoT connectivity solutions that cater to different computing and networking requirements, that better meet next-generation AI cloud computing and storage requirements. In Audio, we continue to leverage our R&D capability in integrating software and hardware with our vertically integrated manufacturing platform to develop high-quality acoustic modules and expand our presence in the acoustic solutions component supply chain for consumer electronics.

By pursuing efficiency improvements and having a renewed focus, we continue to shift our product mix towards more profitable next-generation portfolios, which helped us achieve more favorable financial performance.

The Group also made progress in enhancing its accountability for climate risk management and its reporting during the year. Our ESG performance is crucial to our mission and key to our sustainable development. Our Social and Environmental Responsibility (SER) Committee has formulated a number of key ESG metrics that various of our facilities and brand business have achieved. More details on the Group's ESG initiatives can be found in our 2022 Environmental, Social and Governance Report.

REVIEW OF 2022 RESULTS

Macro headwinds, temporary supply chain and logistical challenges have impacted part of our operations and production. Despite this, our business has benefited from the resiliency of our established Smartphone end market and a robust demand for System Products, particularly TWS earbuds, arising from the reopening of brick-and-mortar retail stores.

Ongoing execution of our 3+3 strategy has supported the rapid development of connectivity solutions for Mobility, targeting the high-growth EV automotive and E-bike categories. In 2022, we successfully showcased innovative “Smart Access”, high-speed interconnect, and high voltage interconnect solutions during MIH Demo day.

We continued to make remarkable progress towards achieving our ESG goals, resulting in lower greenhouse gas emissions, greater use of renewable energy across processes and sites, as well as further reduction of single-use plastic packaging. In 2022, our factories further achieved a 46.32% decrease in carbon emissions, while our branded business – Belkin, won the 2022 Sustainability Leadership Award from Business Intelligence Group for its commitment to environmentally ethical business practices globally. These included switching to Post-Consumer Recycled (PCR) materials for the products and plastic-free packaging.

We worked with authorities on pandemic prevention and maintained a healthy and safe workplace to ensure our facilities' smooth operation throughout the year.

FUTURE PROSPECTS

While the near-term outlook for consumer electronics is unsteady as we face macro headwinds, we remain focused on our 3+3 strategy to capture fast-growing technology trends. Combining our core competencies and diversified manufacturing platforms, we will continue to develop interconnectivity solutions that integrate into more electronics and services across the digital and sharing economy. We will also focus on capturing opportunities in Mobility from EV and E-bike, 5G AIoT and Audio, which are expected to be significant catalysts for growth in the coming 2 to 3 years.

As our parent, Hon Hai Group furthers its “MIH Open Platform Alliance” (open EV ecosystem) industrial collaboration, forming new technical standards and partnerships across the global automotive industry, FIT will focus on the development of industry standards and connectivity solutions around the three core pillars of “Power Connection, Data & Command Connection, as well as Human-to-machine Connectivity”. All of which are critical functions for advanced EVs and Mobility.

We are expanding our core capabilities in EV components and extending our innovative Mobility solutions portfolio. We expect these solutions will significantly enhance our earnings over the coming years.

APPRECIATION

I would like to take this opportunity to express my gratitude to our colleagues for their dedication and efforts to our Company amid disruptions and unprecedented circumstances during this past year.

We also sincerely thank our customers and business partners for their support and dedication. While we expect a recovery in the consumer sentiment amid reopening, we believe the growth will be uneven in the near term. Yet, we are confident that our ongoing strategic transformation will capture next-generation technological opportunities across many industries and consumer segments. As we plant the seeds for future growth, we thank our Shareholders for their continued support.

LU Sung-Ching

Chairman

Management Discussion and Analysis

BUSINESS OVERVIEW AND OUTLOOK

Business Overview

For the year ended December 31, 2022, notwithstanding the turbulence from the international situation and despite COVID-19 cases still being reported during the year 2022, we swiftly recovered from the upheaval of our supply chain, and therefore the results grew marginally, with profit performance improving following an improved product portfolio. As discussed in more detail below in the section headed “Results of Operations”, our revenue amounted to US\$4,531 million while profit amounted to US\$170 million for the year ended December 31, 2022, representing increases of 0.9% and 24%, respectively, as compared to the corresponding period in 2021.

Smartphone component products continued to be our main source of revenue by end market. For the year ended December 31, 2022, the 4th quarter, which is traditionally a peak season, saw its shipments of high-end smartphones component products from branded companies impacted by the pandemic. As a result, revenue generated from the smartphone end market for the year ended December 31, 2022 decreased by 3.5% as compared to the same period in 2021.

For the networking end market, we strived to improve our product portfolio, and reduce the proportion of low-margin optical module products. As a result, revenue generated from the networking end market decreased by 14.3% for the year ended December 31, 2022 as compared to the same period in 2021.

For the computing end market, we seized the business opportunities in acoustic components. Therefore, even as the global COVID-19 pandemic fading away gradually, resulting in less revenue from laptop and tablet related products due to the reduced demands for work-from-home arrangement and home-based learning for schools, for the year ended December 31, 2022, the revenue generated from the computing end market still increased by 2.1% as compared to the same period in 2021.

For the EV mobility end market, our revenue generated from automotive product-related applications increased as the EV component product business was making expected progress. For the year ended December 31, 2022, revenue generated from the EV mobility end market increased by 10.0% as compared to the same period in 2021.

For the system products end market, notwithstanding the fact that the results of Linksys ceased to be consolidated into the Group from September 25, 2021 after the completion of the disposal of equity interest in Linksys by the Company, the product shipments increased as we seized the business opportunities in acoustic products, and the demand for wired earphones increased while new true wireless Bluetooth earphone products sold well. For the year ended December 31, 2022, revenue generated from the system products end market increased by 20.0% as compared to the same period in 2021.

INDUSTRY OUTLOOK AND BUSINESS PROSPECTS

Industry Outlook

The global connector industry is undergoing rapid technical development with superior product functionality and higher compatibility, which enables connector products to be applied in more applications and scenarios. In future, for products across various application fields, we believe connectors that have better compatibilities will be more popular in the market. In such an environment, we have seized emerging market opportunities and built brand awareness globally, thereby rapidly expanding our market share.

Smartphones. Although the global demand for smartphone is affected by inflation, with a decline in willingness to consume and potential downward trend in phone shipments, we remain positive on the high-end smartphone market and will continue to seize business opportunities for related components.

Networking. Demand for networking connectors is largely driven by the accelerating growth in data traffic and the continually growing need for additional network bandwidth. As traffic increases, more data centers' capacity gets to be built. Data centers require a variety of physical connectors, routers, electricity, signals, and networks, which generate heavy demand for connectors. Increasing deployment of data centers will be sufficient to secure the continuous and strong demand for connectors. In addition, cloud computing has emerged as a major growth driver in the data center industry. Cloud computing requires connector products that are capable of processing vast amount of computing power, electricity, signals, and creates market potential for innovative connectors.

Computing. The steady need for various connectors in the computing end market has laid a solid foundation for the demand for connectors, contributing to the steady growth of the connector market in the past and the potential for future growth. As the global connector industry is undergoing rapid technical development with superior product functionality and higher compatibility, connector products can be applied in more situations and scenarios, which drive the demand for connectors in this end market. However, due to the impact of the pandemic, geopolitics and inflation, corporate and consumer spending tends to be conservative, and market demand is expected to decline in 2023.

EV Mobility. We expect the market demand for “power management, vehicle-to-everything and human-to-machine interface” products to be boosted by the increasing demand for automotive products and the gradual increase in the attach rate of in-vehicle infotainment-related products.

System Products. With the rapid development of connected homes and the continuous pursuit of entertainment experience, in addition to wireless Bluetooth earphone having become one of the most popular earphones among the consumers, these alongside with the growth in the technology field in the coming year, will lead to potential growth trend for entertainment related system products.

Management Discussion and Analysis

Business Prospects

Affected by the overall industry prospects, we anticipate the connector industry and the end industry of our products may be affected by various uncertainties in 2023. We plan to continuously focus on the EV mobility end market. The performance in 2023 is expected to increase as compared to the same period in 2022:

- *Smartphones*. Due to the strong momentum in the shipments of brand companies' smartphone components in 2022, we expect the momentum will slow down which is caused by inflation. However, we anticipate that this end market will continue to be our main revenue contributor.
- *Networking*. The change in the landscape of the optical module business will affect the overall performance of the networking business in 2023.
- *Computing*. Industry growth is expected to continue to slow down, so we will focus more on profitability rather than revenue growth.
- *EV mobility*. We believe the demand from our key customers in this end market will continue to be strong, and we expect to benefit from the industry trends. We will continue to strategically pursue opportunities in the emerging application of our interconnect solutions and other products. We believe that, with our leading position in the development and production of interconnect solutions, we will be able to tap into the emerging demand for electric vehicles. We also plan to increase our investments in developing in-vehicle electronic systems and key autonomous driving components. Furthermore, our strategic partnership with Hon Hai Group places us in a good position to capture the emerging future opportunities in the automotive electronics market.
- *System products*. With the completion of the disposal of equity interest in Linksys by the Company on September 25, 2021, the results of Linksys ceased to be consolidated into the Group from the date of such disposal. Our business in this end market will decrease, but we will cooperate with brand companies and create new business opportunities in the connected home market.

RESULTS OF OPERATIONS

Revenue

We derive our revenue mainly from the sale of our connector product solutions and other products and also a small portion from the sale of mold parts and sample products and others. In 2022, our revenue amounted to US\$4,531 million, representing a 0.9% increase from US\$4,490 million in 2021. Among the five main end markets, our revenue from (1) the smartphones end market decreased by 3.5%, (2) the networking end market decreased by 14.3%, (3) the computing end market increased by 2.1%, (4) the EV mobility end market increased by 10.0%, and (5) the system products end market increased by 20.0%. The following table sets forth our revenue by end markets in absolute amounts and as percentages of revenue for the years indicated:

	For the year ended December 31,			
	2022		2021	
	US\$	%	US\$	%
	(in thousands, except for percentages)			
Smartphones	1,261,047	27.8	1,306,718	29.1
Networking	753,854	16.6	879,468	19.6
Computing	819,708	18.1	803,167	17.9
EV mobility	152,814	3.4	138,894	3.1
System products	1,335,580	29.5	1,113,045	24.8
Others	207,600	4.6	248,923	5.5
Total	4,530,603	100.0	4,490,215	100.0

Smartphones. The 3.5% decrease in revenue from the smartphones end market was primarily due to the slight decrease in shipments of high-end smartphone component products from branded companies due to the impact of the pandemic in the 4th quarter, 2022.

Networking. The 14.3% decrease in revenue from the networking end market was primarily due to the change in the landscape of the optical module business and the decrease in shipments of optical modules.

Computing. The revenue from the computing end market increased by 2.1%, which was due to the revenue growth of acoustic components outweighing the impact of revenue drop due to reduced demand in laptop and tablet related products.

EV Mobility. The revenue from the EV mobility end market increased by 10.0%, which was due to the expected progress made in the EV component product business.

Management Discussion and Analysis

System products. The revenue from the system products end market increased by 20.0%, notwithstanding the fact that the results of Linksys ceased to be consolidated into the Group on September 25, 2021 after the completion of the disposal of equity interest in Linksys by the Company, due to the fact that the product shipments increased as we seized the business opportunities in acoustic products, and the demand for wired earphones increased while new true wireless Bluetooth earphone products sold well.

Cost of Sales, Gross Profit and Gross Profit Margin

Our cost of sales decreased by 1.4% from US\$3,817 million in 2021 to US\$3,763 million in 2022. Our cost of sales primarily includes (1) raw materials and consumables used, (2) consumption of inventories of finished goods and work in progress, (3) employee benefit expenses in connection with our production personnel, (4) depreciation of property, plant and equipment, (5) subcontracting expenses, (6) utilities, molding and consumable expenses, and (7) other costs associated with the production and shipments of our interconnect solutions and other products. In 2022, the decrease was primarily driven by the change in product mix and lowering logistics costs.

As a result of the foregoing, our gross profit increased by 14.1% from US\$673 million in 2021 to US\$768 million in 2022, primarily due to the improvement in product mix. Our gross profit margin increased from 15.0% in 2021 to 16.9% in 2022, primarily due to the increased shipments of products with high gross profit as a result of the change in product mix.

Distribution Costs and Selling Expenses

Our distribution costs and selling expenses decreased by 11.4% from US\$105 million in 2021 to US\$93 million in 2022, primarily due to the disposal of equity interest in Linksys on September 25, 2021.

Administrative Expenses

Our administrative expenses decreased by 19.3% from US\$161 million in 2021 to US\$130 million in 2022, primarily due to the disposal of equity interest in Linksys on September 25, 2021.

Research and Development Expenses

Our research and development expenses primarily consist of (1) employee benefit expenses paid to our research and development personnel, (2) molding and consumables expenses relating to the moldings used in research and development, (3) depreciation of molds and molding equipment and (4) other costs and expenses in connection with our research and development activities. Our research and development expenses decreased by 1.7% from US\$301 million in 2021 to US\$296 million in 2022, mainly due to the disposal of equity interest in Linksys on September 25, 2021.

Operating Profit and Operating Profit Margin

As a result of the foregoing, our operating profit increased by 73.4% from US\$177 million in 2021 to US\$307 million in 2022, primarily due to the increasing demand from brand customers and the diversified product portfolios. Our operating profit margin increased from 3.9% in 2021 to 6.8% in 2022.

Income Tax Expense

We incur income tax expenses primarily relating to our operations in China, Taiwan, United States, and Vietnam. Our income tax expenses increased by 152% from US\$31 million in 2021 to US\$78 million in 2022. Effective income tax rate increased from 18.3% to 31.3%, which were primarily due to the increase in operating profit and the written off of deferred tax assets arising from employees' benefits.

Profit for the year

As a result of the increase in operating profit, profit for the year increased by 24.1% from US\$137 million in 2021 to US\$170 million in 2022. Our profit margin increased from 3.0% in 2021 to 3.8% in 2022.

LIQUIDITY AND CAPITAL RESOURCES

Sources of Liquidity, Working Capital and Borrowings

We finance our operations primarily through cash generated from our operating activities and bank borrowings. As of December 31, 2022, we had cash and cash equivalents of US\$914 million, compared to US\$769 million as of December 31, 2021. In addition, as of December 31, 2022, we had short-term bank deposits of US\$66 million, compared to US\$98 million as of December 31, 2021.

As of December 31, 2022, we had total bank borrowings of US\$1,027 million, including short-term borrowings of US\$452 million and long-term borrowings of US\$575 million, as compared to US\$1,266 million as of December 31, 2021, including short-term borrowings of US\$690 million and long-term borrowings of US\$576 million. We obtained bank borrowings mainly for our working capital purpose and to supplement our capital needs for investment and acquisition activities.

Our current ratio, calculated using current assets divided by current liabilities, was 1.8 times as of December 31, 2022, compared to 1.6 times as of December 31, 2021. Our quick ratio, calculated using current assets less inventories divided by current liabilities, was 1.2 times as of December 31, 2022, compared to 1.1 times as of December 31, 2021. The improvements in our current ratio and quick ratio were primarily due to less capital expenditure incurred during 2022.

Cash Flow

In 2022, our net cash generated from operating activities was US\$556 million, net cash used in investing activities was US\$66 million, and net cash used in financing activities was US\$270 million.

Capital Expenditures

Our capital expenditures primarily relate to the purchases of land use rights, property, plant and equipment and intangible assets (exclusive of goodwill). We finance our capital expenditures primarily through cash generated from our operating activities and bank borrowings.

In 2022, our capital expenditures amounted to US\$131 million, as compared to US\$241 million in 2021. The capital expenditures in 2022 were primarily used for upgrading, maintaining, converting and purchasing production and R&D facilities.

Management Discussion and Analysis

Significant Investments, Acquisitions and Disposals

On June 17, 2022, Fu Ding Precision Component (Shenzhen) Co., Ltd. (a wholly-owned subsidiary of the Company) (“Fu Ding”) entered into a framework cooperation agreement, a supplemental agreement and a lease agreement (the “Framework Agreements”) with Shenzhen Fertile Plan International Logistics Co., Ltd (a non-wholly-owned subsidiary of Hon Hai, the controlling Shareholder) (“Futaitong”) pursuant to which, among other things, (i) Fu Ding will, at the request and cost of Futaitong, enter into construction agreements with third party contractors for construction, with the construction consideration to be borne by Futaitong; (ii) Futaitong will, after completion of the construction, rent the land, which is a parcel of industrial land located at Longhua District, Shenzhen with a site area of approximately 76,230.91 square meters, and the buildings thereon (the “Real Estate”) as lessee from Fu Ding as lessor at the real estate rental fee of RMB238.68 million (inclusive of value-added tax) for 20 years and, subject to compliance with applicable PRC laws and the Listing Rules, renew the lease for not less than 15 years; and (iii) as an alternative to the lease arrangement, where it is permissible under relevant laws and regulations, Fu Ding will, subject to compliance with the Listing Rules and upon receipt of Futaitong’s written notice, transfer the Real Estate to Futaitong. The Framework Agreements and the transactions contemplated thereunder were approved by the independent Shareholders on August 16, 2022. For further details, please refer to the announcements of the Company dated June 17, 2022, July 11, 2022 and August 16, 2022, as well as the circular of the Company dated July 31, 2022.

On December 6, 2022, Foxconn Interconnect Technology Singapore Pte. Ltd. (“FITS”) and Foxconn OE Technologies Singapore Pte. Ltd. (“FOTS”) (each a wholly-owned subsidiary of the Company), entered into a share transfer agreement with Sharp Corporation (“Sharp”), pursuant to which FITS and FOTS conditionally agreed to sell, and Sharp Display Technology Corporation (a wholly-owned subsidiary of Sharp) conditionally agreed to purchase, 14,415,341 shares of FIT Electronics Device Pte. Ltd. (the “JV Company”) (of which 14,134,705 shares are held by FITS and 280,636 shares are held by FOTS), for a consideration of US\$14,415,341 (the “Sharp Disposal”). Following the closing of the Sharp Disposal, the Company will cease to have any interest in the JV Company and therefore the JV Company will cease to be a subsidiary of the Company. On December 29, 2022, FITS, FOTS and Sharp entered into an amendment agreement to extend the closing date of the Sharp Disposal to March 31, 2023. For further details, please refer to the Company’s announcement dated December 6, 2022.

On December 31, 2022 (German time), FITS (a wholly-owned subsidiary of the Company) entered into a share purchase agreement with Prettl Produktions Holding GmbH (“Prettl Produktions”) and SWH International Holding GmbH (“SWH International”), pursuant to which FITS conditionally agreed to purchase, and Prettl Produktions and SWH International conditionally agreed to sell, 25,000 shares (or 100%) of Prettl SWH GmbH (“Prettl SWH”) (of which 51% (or 12,750 shares) are held by Prettl Produktions and 49% (or 12,250 shares) are held by SWH International), for a consideration of EUR186,600,000 which is subject to various adjustments (the “Prettl Acquisition”). Upon closing of the Prettl Acquisition, Prettl SWH will become a wholly-owned subsidiary of the Company. As at the date of this Annual Report, the Prettl Acquisition is yet to be closed. For further details, please refer to the Company’s announcement dated January 2, 2023.

Save as disclosed above, we did not have any significant investments, material acquisitions or material disposals during the year ended December 31, 2022.

Inventories

Our inventories consist primarily of raw materials, work in progress and finished goods. We review our inventory levels on a regular basis to manage the risk of excessive inventories. Our average inventory turnover days for the year ended December 31, 2022 was 94 days as compared to 92 days in 2021. The higher inventory turnover days for the year ended December 31, 2022 was primarily due to the decrease in global demand for consumer electronic devices in the 4th quarter, 2022.

Our inventories decreased from US\$982 million as of December 31, 2021 to US\$967 million as of December 31, 2022.

Provision for inventory impairment was US\$66 million as of December 31, 2021 and 2022.

Trade Receivables

Our trade receivables are receivables from our third party and related party customers for the sale of our interconnect solutions and other products.

We typically grant to our third party and related party customers a credit period ranging from 45 days to 90 days. Our average trade receivables turnover days decreased from 78 days in 2021 to 71 days in 2022, mainly due to the decrease in year-end trade receivables in 2022. Our average trade receivables turnover days for related parties in 2022 was 97 days, as compared to 91 days for 2021.

Our trade receivables decreased from US\$1,033 million as of December 31, 2021 to US\$720 million as of December 31, 2022, primarily due to the decrease in global demand of consumer electronic devices in the 4th quarter, 2022.

Management Discussion and Analysis

Trade Payables

Our trade payables primarily relate to the procurement of raw materials. Our average trade payables turnover days in 2022 was 70 days, remaining stable as compared to 69 days in 2021.

Our trade payables decreased from US\$773 million as of December 31, 2021 to US\$661 million as of December 31, 2022, primarily due to decreased procurement as a result of the decrease in global demand of consumer electronic devices in the 4th quarter, 2022.

Major Capital Commitments

As of December 31, 2022, we had capital commitments of US\$253 million, which was primarily connected with the purchase of property, plant, and equipment related to our production facilities and investments.

Contingent Liabilities

As of December 31, 2022, save as disclosed in “Pledge of Assets” below, we did not have any significant contingent liability, guarantee or any litigation against us that would have a material impact on our financial position or results of operations.

Gearing ratio

As of December 31, 2022, our gearing ratio, calculated as net debts (which are calculated as total borrowings less cash and cash equivalents and short term bank deposits) divided by total capital, was 2.0% as compared to 14.2% as of December 31, 2021.

PLEDGE OF ASSETS

As of December 31, 2022, (i) certain bank deposits totaling RMB5.65 million (approximately US\$0.8 million) of Chongqing Hon Teng Technology Co., Ltd. (重慶市鴻騰科技有限公司) and Huaian Fu Li Tong Trading Co., Ltd. (淮安市富利通貿易有限公司) have been pledged as customs guarantee; (ii) certain bank deposits totaling VND8,500 million (approximately US\$0.4 million) of New Wing Interconnect Technology (Bac Giang) Co., Ltd have been pledged as power purchase guarantee; and (iii) certain bank deposits totaling US\$0.8 million of Belkin International Inc. have been pledged as Travel and Entertainment (T&E) corporate card guarantee.

HUMAN RESOURCES AND REMUNERATION OF EMPLOYEES

As of December 31, 2022, we had approximately 53,544 employees, as compared to 57,527 employees as of December 31, 2021. In 2022, total employee benefit expenses including Directors’ remuneration were US\$784 million, as compared to US\$816 million in 2021. Remuneration is determined with reference to performance, skills, qualifications and experience of the staff concerned and in accordance with the prevailing industry practice.

In addition to salaries and wages, other employee benefit expenses include cash bonus, pension, housing fund, medical insurance and other social insurances, as well as share-based payment expenses and others. We made certain share grants under our Share Grant Scheme prior to our IPO. We also adopted the Share Option Scheme and the Restricted Share Award Schemes to offer valuable incentive to attract and retain quality personnel. We have been evaluating, and may adopt, new share incentive schemes that comply with the requirements of the Listing Rules. The remuneration of the Directors is reviewed by the Remuneration Committee and approved by the Board. The relevant Director's experience, duties and responsibilities, time commitment, the Company's performance and the prevailing market conditions are taken into consideration in determining the emolument of the Directors.

FOREIGN EXCHANGE RISK

We operate in various locations and most of our sales, purchases or other transactions are denominated in U.S. dollars, New Taiwan dollars and Renminbi. Foreign exchange fluctuations may have a significant positive or negative effect on our results of operations. A majority of our Group's entities are exposed to foreign currency risks related to purchasing, selling, financing and investing in currencies other than the functional currencies in which the entities operate. As we enter into transactions denominated in currencies other than the functional currencies in which we or our subsidiaries operate, we face foreign currency risk to the extent that the amounts and relative proportions of various currencies in which our costs and liabilities are denominated deviate from the amounts and relative proportions of the various currencies in which our sales and assets are denominated.

Our consolidated financial information is reported in U.S. dollar. Our PRC and other non-U.S. subsidiaries prepare financial statements in Renminbi or their respective local currencies as their functional currencies, which are then translated into U.S. dollar prior to being consolidated in our financial information. As a result, changes in the value of the U.S. dollar relative to the functional currencies of these subsidiaries create translation gains and losses in other comprehensive income or loss upon consolidation. In addition, as our PRC and other non-U.S. subsidiaries generally have significant U.S. dollar-denominated sales with and accounts receivables due from the Group entities, depreciation of the U.S. dollar would result in foreign exchange losses while appreciation of the U.S. dollar would result in foreign exchange gains.

To further mitigate the foreign exchange risk, we have also adopted a prudent foreign exchange hedging policy. We have implemented internal procedures to monitor our hedging transactions which include limitations on transaction types and transaction value, formulation and review of hedging strategies in light of different market risks involved and other risk management measures. Under such policy, we enter into forward foreign exchange contracts for hedging purposes only but not for speculative purposes. As of December 31, 2022, the nominal principal amount of our forward foreign exchange contracts was US\$350 million.

Directors and Senior Management

EXECUTIVE DIRECTORS

Mr. LU Sung-Ching (盧松青), (also known as Sidney Lu), aged 64, is the Chairman and Chief Executive Officer of the Company.

As a well-recognized global business leader, Mr. Lu has developed his profound career in more than four decades. Mr. Lu served as the engineer for connector products in the Packard Electric Division of General Motors in Ohio between 1981 and 1988. Later, he was responsible for manufacturing work at TE Connectivity Ltd. (previously known as AMP Incorporated), a company engaged in the connector manufacturing business, between 1988 and 1990. Mr. Lu joined Hon Hai in 1990 and held a number of positions, including manager, deputy general manager and general manager, in developing the interconnect technology business. When FIT was spun off from Hon Hai in 2013, Mr. Lu was promoted from being the General Manager of the component business group to the leader of this new entity. Mr. Lu was also a board member of Hon Hai (2317 TW) between June 2019 and June 2022.

Mr. Lu obtained a bachelor of liberal arts and science degree in mathematics and a bachelor of science degree in mechanical engineering from the University of Illinois at Urbana-Champaign in the United States in 1981. In 2011, the University of Illinois at Urbana-Champaign's Department of Mechanical Science and Engineering granted him a "Distinguished Alumni" honor to celebrate his extraordinary professional accomplishments, excellent leadership and generous philanthropic and professional commitment to his alma mater. Mr. Lu's achievements were further recognized in 2015 when he received the "Alumni Award for Distinguished Service" from the College of Engineering, in recognition of his outstanding leadership, service and commitment to the field of engineering, society at large and his impact at the University of Illinois at Urbana-Champaign.

Mr. Lu Sung-Ching is the brother of Mr. Lu Pochin Christopher, our executive Director.

Mr. LU Pochin Christopher (盧伯卿), aged 64, was appointed as our executive Director on March 16, 2015. He is also the global chief operating officer and chief financial officer of our Company. Mr. Lu is responsible for providing strategic advice and guidance on the business development of the Group. Mr. Lu joined the Los Angeles office of Deloitte Haskins & Sells (now Deloitte Touche Tohmatsu) as an audit associate in 1981. During his 34 years of service with Deloitte Touche Tohmatsu, he held multiple executive positions, including Deloitte China CEO from 2008 to 2013, and member of the Deloitte Touche Tohmatsu Limited Global Executive Committee from 2012 to 2013. He has also led a number of Deloitte Touche Tohmatsu initiatives in support of national policies and programs such as those of the Ministry of Finance and the State-owned Assets Supervision & Administration Commission. He retired from Deloitte China in December 2014.

Mr. Lu's professional and personal contributions have been recognized by the community. He is a two-time winner of Shanghai's Magnolia Award in 2003 and 2005, which recognizes expatriates for their significant contributions to the development of the city of Shanghai.

Mr. Lu obtained a bachelor of science degree in accounting and a master of accounting science degree from the University of Illinois at Urbana-Champaign in the United States in 1980 and 1981, respectively. He has been a member of the American Institute of Certified Public Accountants since November 30, 1988 and he has been a member of the Chinese Institute of Certified Public Accountants since February 4, 1999.

From August 12, 2015 to February 16, 2022, Mr. Lu was an independent non-executive director and chairman of the audit committee of Greenland Holdings Corp Ltd (綠地控股集團股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600606). In addition, since September 18, 2016, Mr. Lu has been an independent non-executive director, chairman of the audit committee and a member of the nomination committee of Honma Golf Limited (本間高爾夫有限公司), a company listed on the Stock Exchange (stock code: 6858), engaging in the business of manufacturing and selling golf clubs, golf balls, apparel and other related products. Mr. Lu has also been appointed as an independent director, chairman of the audit committee and a member of the compensation committee of Weibo Corporation, a Chinese social network company listed on the NASDAQ (Ticker Symbol: WB), since August 13, 2020.

Mr. Lu Pochin Christopher is the brother of Mr. Lu Sung-Ching, our Chairman of the Board and executive Director.

Mr. PIPKIN Chester John, aged 62, was appointed as our executive Director with effect from April 1, 2019. He is currently the Executive Chairman of Belkin, subsidiary of the Company, in charge of the Group's smart home and smart accessories businesses. Mr. Pipkin founded Belkin in 1983 and had been responsible for the strategy and operations of Belkin as its Chief Executive Officer until January 2021.

Mr. Pipkin attended the University of California, Los Angeles ("UCLA"), in 1978 and 1979. Mr. Pipkin has been listed as one of the 500 most influential people in Los Angeles by the Los Angeles Business Journal since 2016 until moving from the Los Angeles area in 2020. He served on the UCLA History Advisory Committee from 2011 to 2020. Mr. Pipkin was inducted into the Dealerscope Magazine Consumer Electronics Hall of Fame in 2006. He was a regional recipient of the Ernst and Young Entrepreneur of the Year award in 1996. He has served as a board member for YMCA of Metropolitan Los Angeles since 2008 and served as a board member and board chairman for the California YMCA Model Legislature and Court from 1980 to 2000. He was also a founding board member and the founding board chairman for both Da Vinci Schools from 2008 to 2019 and RISE high schools from 2017 to 2019.

NON-EXECUTIVE DIRECTOR

Mr. TRAINOR-DEGIROLAMO Sheldon, aged 59, was appointed as our independent non-executive Director on May 10, 2019 and re-designated as our non-executive Director on March 17, 2022 and serves as a member of the Remuneration Committee and Environmental, Social and Governance Committee. Mr. Trainor-DeGiroloamo is currently the Managing Partner of PacBridge Capital Partners (HK) Limited ("PacBridge"), a principal investment firm which he founded in 2009. PacBridge specializes in providing early stage and growth capital to companies seeking to develop disruptive technologies and build scalable businesses, and has advised on more than US\$4.0 billion of completed transactions and made numerous investments in companies around the world since its formation.

Directors and Senior Management

Prior to establishing PacBridge, Mr. Trainor-DeGirolamo spent around 20 years in investment banking with firms including: Credit Suisse Australia between 1990 and 1994 where he last served as an Associate in the Investment Banking Division; Morgan Stanley Asia between 1994 and 2005 where he last served as a Managing Director and Head of the General Industries Group; and Merrill Lynch between 2005 and 2009 where he was the Head of Investment Banking for Asia and last served as Vice Chairman of Merrill Lynch Asia. During his investment banking career, Mr. Trainor-DeGirolamo developed extensive experience and expertise across many sectors, in particular utilities, industrials, infrastructure and natural resources, providing financial and strategic advice to public and private sector companies, public organizations and government bodies in Asia and around the world.

Between May 2012 and November 2020, Mr. Trainor-DeGirolamo was an Executive Director of Macau Legend Development Limited (澳門勵駿創建有限公司), a company listed on the Stock Exchange (stock code: 1680) and one of the leading owners of entertainment and casino gaming facilities in Macau with projects in Laos and Cape Verde. He was a director and chairman of the compensation committee of Athenex, Inc., a biopharmaceutical company which is listed on the NASDAQ Global Select Market (Ticker Symbol: ATNX), between June 2017 and March 2019.

Mr. Trainor-DeGirolamo obtained a Bachelor of Commerce degree from the University of British Columbia in 1988. He currently serves on the Advisory Board of the Sauder School of Business at the University of British Columbia.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. CURWEN Peter D, aged 64, was appointed as our independent non-executive Director on November 4, 2016. He is primarily responsible for providing strategic advice and making recommendations on the operations and management of our Company. Mr. Curwen has over 30 years of experience in the connector industry. Prior to joining the Group, Mr. Curwen worked at Amphenol FCI (previously known as E.I. du Pont de Nemours and Company, Berg Electronics Group Inc. and FCI), a company engaged in the connector and cable assembly solutions business, since May 1981, and he served as a vice president and general manager of various business divisions of FCI from 2007 to 2011, and the president of the electronics division from August 2011 to September 2012. From 2012 to 2013, he was a Strategy Adviser of FCI Holding S.A.S., a company engaged in the electronic connectors and cable assemblies business. In addition, Mr. Curwen was appointed as the President of Conesys, a company engaged in the industrial electronic connectors business, in February 2013.

Mr. Curwen obtained a bachelor degree in physics from Hartwick College in the United States, and a bachelor degree in mechanical engineering from Columbia University in the United States, both in 1981.

Mr. TANG Kwai Chang (鄧貴彰), aged 70, was appointed as our independent non-executive Director on November 4, 2016. He is primarily responsible for supervising and providing independent judgment for the Board. Mr. Tang is a fellow member of both the Association of Chartered Certified Accountants (admitted on November 8, 1984) and the Hong Kong Institute of Certified Public Accountants (certified on February 23, 1988). Mr. Tang has also been a member of the disciplinary panel of the Hong Kong Institute of Certified Public Accountants since August 2008 which term has come to an end as informed by the Institute on January 31, 2023, and is a convenor of the Financial Reporting Review Panel of the Accounting and Financial Reporting Council.

Directors and Senior Management

Mr. Tang has over 35 years of experience in accounting, auditing and audit risk management, including holding senior management positions as vice chairman of Deloitte China and a member of the board of Deloitte Global. He joined Deloitte Haskins & Sells (now Deloitte Touche Tohmatsu) as an audit trainee in 1976, and left in July 1980 as a senior accountant. Mr. Tang joined GPI (Holdings) Limited, a company engaged in the manufacturing and trading of electronics and electrical products, as an assistant finance manager in August 1980. Mr. Tang re-joined Deloitte Touche Tohmatsu in January 1982 as a senior accountant, became a partner in April 1988, and practiced as a certified public accountant. During his 35 years at Deloitte, Mr. Tang was responsible for providing audit and audit related services as well as undertaking management and governance roles within the firm, until he retired in May 2013.

Mr. Tang obtained his diploma in accounting from Hong Kong Baptist College (currently known as Hong Kong Baptist University (“HKBU”)) in June 1976. He was an honorary member of the Court of HKBU from January 2007 to December 2011, and a member of the Court of HKBU from November 2011 to October 2020. He was further appointed as an honorary member of the Court of HKBU for another 5 years from 2021. He was conferred with the Honorary University Fellowship by HKBU in 2017.

Since September 24, 2014, Mr. Tang has been an independent non-executive director and the chairman of the audit committee of HKR International Limited (香港興業國際集團有限公司), a company listed on the Stock Exchange (stock code: 480). In addition, since April 1, 2017, Mr. Tang has been an independent non-executive director of Bank of Communications (Hong Kong) Limited (交通銀行(香港)有限公司), a company involved in the financial services industry, and Mr. Tang is also the chairman of its audit committee. He was also appointed as an independent non-executive director of BCOM Finance (Hong Kong) Limited on December 16, 2020, which is also involved in the financial service industry. Furthermore, Mr. Tang is also currently a director for the following two subsidiaries under China Baowu Steel Group Corporation Limited (中國寶武鋼鐵集團有限公司), a company involved in the steel manufacturing industry: Baowu Resources Co., Ltd (formerly known as Baosteel Resources Co., Ltd (since July 21, 2016) and Baosteel Resources International Company Limited (since August 16, 2016). In addition, since December 15, 2017, Mr. Tang has been an independent non-executive director and also the chairman of the audit committee of Tsit Wing International Holdings Limited (捷榮國際控股有限公司), a company listed on the Stock Exchange (stock code: 2119) and a leading provider of integrated B2B coffee and black tea solutions.

Mr. CHAN Wing Yuen Hubert (陳永源), aged 65, was appointed as our independent non-executive Director on November 4, 2016.

Mr. Chan has been an executive director of Central Development Holdings Limited (中發展控股有限公司) (stock code: 475) and Zhonghua Gas Holdings Limited (中華燃氣控股有限公司) (stock code: 8246) since November 2011 and August 2014 respectively. He has also been an independent non-executive director of Tian Ge Interactive Holdings Limited (天鵝互動控股有限公司) (stock code: 1980) since June 2014, all these companies are listed on the Stock Exchange.

Directors and Senior Management

Mr. Chan spent over ten years with the Stock Exchange. He also held various positions with companies listed on the Stock Exchange and his last position was director of the listing division in charge of the China Listing Affairs Department. Mr. Chan was previously a director of Guangdong Investment Limited (粵海投資有限公司) (stock code: 270), an independent non-executive director of China Smarter Energy Group Holdings Limited (中國智慧能源集團控股有限公司) (stock code: 1004), an executive director of EverChina Int'l Holdings Company Limited (潤中國際控股有限公司) (stock code: 202) and an executive director of China Pipe Group Limited (中國管業集團有限公司) (previously known as Softpower International Limited (冠力國際有限公司)) (stock code: 380). He was also an independent non-executive director of Xinjiang La Chapelle Fashion Co., Ltd (新疆拉夏貝爾服飾股份有限公司), a company listed on the Stock Exchange (stock code: 6116) and The Shanghai Stock Exchange (stock code: 603157).

Mr. Chan obtained a higher diploma in company secretaryship and administration from Hong Kong Polytechnic (now known as The Hong Kong Polytechnic University). Mr. Chan is an associate member of both The Institute of Chartered Secretaries and Administrators (now known as The Chartered Governance Institute) and The Hong Kong Institute of Company Secretaries (now known as The Hong Kong Chartered Governance Institute) and is also a member of both Hong Kong Securities and Investment Institute and The Hong Kong Institute of Directors. Mr. Chan was a member of the 10th, 11th and 12th Chinese People's Political Consultative Conference – Heilongjiang Province Committee in the PRC.

SENIOR MANAGEMENT

For the biographical details of Mr. PIPKIN Chester John, please see “Directors – Executive Directors” of this section.

Mr. TSAI Yen-Chao, aged 58, joined the Group in July 2014 and was appointed as a Vice President on March 1, 2018. He is primarily responsible for the cable products business of the Group. He currently holds various positions in the subsidiaries of the Group, including director of Huaian Fultong Trading Co., Ltd. and Huaian Futaitong Electronics Technology Co., Ltd..

Prior to joining our Group, he served as a business unit director of Hon Hai, our predecessor, from March 1988 to July 2014, responsible for the cable products business.

Mr. TSAI obtained a degree in mechanical engineering from the National United University (國立聯合大學) in June 1987.

Mr. LIN Nan-Hung, aged 53, joined the Group on October 1, 2013 and was appointed as a business unit director on the same day. He is primarily responsible for the connector business of the Group. He currently holds various positions in the subsidiaries of the Group, including the legal representative and director of Fu Ding Precision Component (Shenzhen) Co., Ltd..

Prior to joining our Group, he served as a business unit director of Hon Hai, our predecessor, from June 1996 to September 2013, responsible for the connector business.

Mr. LIN obtained a master's degree in mechanical engineering from National Chung Hsing University in June 1994.

Directors' Report

The Board is pleased to announce the Annual Report and the audited consolidated financial statements of the Group for the year ended December 31, 2022 (the "Reporting Period").

GLOBAL OFFERING

The Company is an exempted company incorporated in the Cayman Islands with limited liability on April 8, 2013, carrying on business in Hong Kong as "FIT Hong Teng Limited (鴻騰六零八八精密科技股份有限公司)", and was registered as a non-Hong Kong company under Part 16 of the Companies Ordinance under an approved English corporate name pursuant to section 782 of the Companies Ordinance as "FIT Hon Teng Limited" and an approved Chinese corporate name as "鴻騰六零八八精密科技股份有限公司" (as a result of being served a notice by the Registrar of Companies pursuant to section 780 of the Companies Ordinance). Our Company's shares became listed on the Main Board of the Stock Exchange on July 13, 2017.

PRINCIPAL BUSINESS

The Group focuses on the development, manufacturing and marketing of electronic and optoelectronic connectors, antennas, acoustic components, cables and modules for applications in computers, communication equipment, consumer electronics, automobiles, industrial and green energy field products. The Group's offices and manufacturing sites are located in Asia, the Americas and Europe. In 2018, FIT merged with Belkin (Belkin®, Wemo®, Phyn®) to create a global consumer electronics leader. Today, this group leads in connecting people with technologies at home, at work and on the go within the accessories ("Connected Things" — Belkin brand) and the smart home ("Connected Home" — Wemo and Phyn brands) markets.

RESULTS

The results of the Group for the year ended December 31, 2022 are set out in the consolidated income statement and consolidated statement of comprehensive income on pages 79 to 80 of this Annual Report.

FINAL DIVIDEND

The Board did not recommend the payment of a final dividend of the Company for the year ended December 31, 2022.

BUSINESS REVIEW

A review of the business of the Group and a discussion and analysis of the Group's performance during the year and an indication of likely future developments in the Group's business are set out in the sections headed "Chairman's Statement" and "Management Discussion and Analysis" from pages 5 to 7 and pages 8 to 17 of this Annual Report respectively. Further discussion of environmental policies and performance together with the compliance with relevant laws and regulations by the Group, and the discussion of the relationship with employees, customers and suppliers, are set out in the Company's "2022 Environmental, Social and Governance Report" published on the Stock Exchange's website at <http://www.hkexnews.hk>. Description of the risks and uncertainties facing the Group can be found throughout the Annual Report. These discussions form part of this Directors' Report.

FINANCIAL SUMMARY

A summary of the results and the assets and liabilities of the Group for the last five financial years is set out on page 4 of this Annual Report. This summary does not form part of the audited consolidated financial statements.

MAJOR CUSTOMERS AND SUPPLIERS

Major Customers

For the year ended December 31, 2022, sales to our top five customers accounted for 62.1% of the Group's total revenue (2021: 55.5%) while sales to our single largest customer accounted for 39.7% of the Group's total revenue (2021: 30.6%).

Major Suppliers

For the year ended December 31, 2022, purchases from our top five suppliers accounted for 32.3% of the Group's total purchases (2021: 19.75%) while purchases from our single largest supplier accounted for 14.1% of the Group's total purchases (2021: 8.24%).

During the Reporting Period, none of the Directors, any of their close associates or any Shareholders (which to the knowledge of the Directors owns more than 5% of the number of the issued shares of the Company) was interested in the top five customers or suppliers of the Group.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in the property, plant and equipment of the Company and the Group during the Reporting Period are set out in Note 15 to the consolidated financial statements.

SHARE CAPITAL

Details of movements in the Company's share capital during the Reporting Period are set out in Note 29 to the consolidated financial statements.

RESERVES

Details of the movements in the reserves of the Company and the Group during the Reporting Period are set out on pages 83 to 84 of the consolidated statements of changes in equity.

RESERVES AVAILABLE FOR DISTRIBUTION

As of December 31, 2022, the Company's reserves available for distribution amounted to approximately US\$1,735 million (December 31, 2021: approximately US\$1,844 million).

BANK BORROWINGS

Particulars of bank borrowings of the Company and the Group as of December 31, 2022 are set out in Note 31 to the consolidated financial statements.

DIRECTORS

The Directors during the Reporting Period and up to the Latest Practicable Date are as follows:

Executive Directors:

Mr. LU Sung-Ching (盧松青)

Mr. LU Pochin Christopher (盧伯卿)

Mr. PIPKIN Chester John

Non-executive Director:

Mr. TRAINOR-DEGIROLAMO Sheldon (*re-designated as a non-executive Director with effect from March 17, 2022*)

Independent Non-executive Directors:

Mr. CURWEN Peter D

Mr. TANG Kwai Chang (鄧貴彰)

Mr. CHAN Wing Yuen Hubert (陳永源)

In accordance with article 84 of the Articles of Association, Mr. LU Sung-Ching (盧松青), Mr. LU Pochin Christopher (盧伯卿) and Mr. CURWEN Peter D shall retire by rotation, and being eligible, offer themselves for re-election at the AGM.

The particulars of Directors who are subject to re-election at the AGM are set out in the circular to Shareholders to be despatched on or around April 28, 2023.

DIRECTORS AND SENIOR MANAGEMENT

Biographical details of the Directors and senior management of the Company are set out on pages 18 to 22 of this Annual Report.

CONFIRMATION OF INDEPENDENCE FROM THE INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each of the independent non-executive Directors a confirmation of his independence pursuant to Rule 3.13 of the Listing Rules, and the Company considers all of the independent non-executive Directors as independent persons during the Reporting Period and up to the Latest Practicable Date.

DIRECTORS' SERVICE CONTRACTS AND LETTERS OF APPOINTMENT

Each of Mr. LU Sung-Ching (盧松青), Mr. LU Pochin Christopher (盧伯卿) and Mr. PIPKIN Chester John, the executive Directors, entered into a service contract with the Company on April 20, 2020, April 20, 2020 and April 1, 2022, respectively, with a term of three years commencing from June 20, 2020, June 20, 2020 and April 1, 2022 respectively. Such contracts shall be subject to termination in accordance with their respective terms and may be renewed in accordance with the Articles of Association and the applicable Listing Rules.

Mr. TRAINOR-DEGIROLAMO Sheldon, the non-executive Director, signed a letter of appointment on May 10, 2019 and signed a deed of amendment on March 17, 2022 pursuant to which his term of service as a non-executive Director is for a term of three years commencing from March 17, 2022. Such letter of appointment and deed of amendment shall be subject to termination in accordance with their terms.

Each of Mr. CURWEN Peter D, Mr. TANG Kwai Chang (鄧貴彰) and Mr. CHAN Wing Yuen Hubert (陳永源), the independent non-executive Directors, accepted and signed a letter of continuation of appointment issued by the Company on November 4, 2022, with a term of three years commencing from November 4, 2022. Each such letter of continuation of appointment shall be subject to termination in accordance with its terms.

Save as disclosed above, none of the Directors has a service contract which is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

No Director or entity connected with a Director had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance to the business of the Group to which the Company, or any of its holding companies, subsidiaries or fellow subsidiaries was a party and which subsisted at the end of or at any time during the Reporting Period.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Reporting Period and up to the Latest Practicable Date.

EMOLUMENT POLICY

The Remuneration Committee was set up for reviewing the Group's emolument policy and structure for all remuneration of the Directors and senior management of the Group, having regard to the Group's operating results, individual performance of the Directors and senior management and comparable market practices.

Details of the emolument of the Directors, and the five highest paid individuals during the Reporting Period are set out in Note 10 to the consolidated financial statements.

RETIREMENT AND EMPLOYEE BENEFITS SCHEME

Details of the retirement and employee benefit schemes of the Company are set out in Notes 2.20 and 2.21 to the consolidated financial statements.

CHANGES OF INFORMATION IN RELATION TO THE DIRECTORS

There was no change to any information required to be disclosed in relation to any Director pursuant to Rule 13.51B(1) of the Listing Rules since the publication of the Company's 2022 interim report.

DIRECTORS' AND CHIEF EXECUTIVES' INTEREST AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As of December 31, 2022, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under the provisions of the SFO), or which were required to be entered in the register required to be kept by the Company under section 352 of the SFO, or which had otherwise been notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

(i) Long positions in the Shares

Name of Director	Capacity and nature of interest	Number of Shares held	Approximate percentage of shareholding
LU Sung-Ching (盧松青) ¹	Beneficial owner	429,303,200	5.90%
LU Pochin Christopher (盧伯卿)	Beneficial owner	30,512,000	0.42%
PIPKIN Chester John	Beneficial owner	1,790,000	0.02%

Note:

- Mr. LU Sung-Ching is also interested in 11,356,800 Shares under Share Grant Scheme.

(ii) Long position in the share capital or debentures of the associated corporations of the Company

Name of Director	Name of associated corporation of the Company	Capacity and nature of interest	Number of shares in the associated corporation	Approximate percentage of shareholding in the associated corporation
TRAINOR-DEGIROLAMO Sheldon ¹	Linksys Holdings, Inc.	Beneficial owner	5,506.416	0.06%

Note:

- The 5,506.416 series A preferred shares of Linksys Holdings, Inc. granted to Mr. TRAINOR-DEGIROLAMO Sheldon have vested as to one-third on March 19, 2022 and March 19, 2023 respectively, and will vest as to one-third on March 19, 2024.

(iii) Long position in share options granted by the Company

As of December 31, 2022, the long position of the Directors in the share options granted by the Company under the Share Option Scheme was as follows:

Name of Director	As of January 1, 2022	Granted during the year 2022 and up to December 31, 2022	Exercised during the year 2022 and up to December 31, 2022	Lapsed during the year 2022 and up to December 31, 2022	Cancelled during the year 2022 and up to December 31, 2022	As of December 31, 2022	Date of grant of share options	Exercise period of share options (both dates inclusive)	Closing price of the Shares immediately before the date on which the share options were granted HK\$	Exercise price of share options HK\$
PIPKIN Chester John	200,000	-	-	200,000	-	-	December 28, 2018	December 28, 2019 to December 28, 2022	3.380	3.422

Save as disclosed above, as of December 31, 2022, none of the Directors or chief executives of the Company had any interest or short position in the shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO or which were entered in the register required to be kept by the Company pursuant to section 352 of the SFO or which had otherwise been notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in this Annual Report, at no time during the Reporting Period were there rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Directors or their respective spouses or minor children, or were there any such rights exercised by the Directors; or was the Company, or any of its holding companies, fellow subsidiaries and subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As of December 31, 2022, according to the register kept by the Company pursuant to section 336 of the SFO and, so far as was known to the Directors or chief executives of the Company, the persons or entities, other than a Director or chief executives of the Company, who had an interest or a short position in the Shares or the underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other company which is a subsidiary of the Company, or in any options in respect of such share capital were as follows:

Long positions in the Shares

Name of Shareholder	Capacity and nature of interest	Number of ordinary shares held	Approximate percentage of shareholding
Hon Hai	Interest in controlled corporation ¹	5,179,557,888	71.16%
Foxconn (Far East) Limited ("Foxconn Far East Cayman")*	Interest in controlled corporation ²	5,179,557,888	71.16%
Foxconn (Far East) Limited ("Foxconn Far East Hong Kong")**	Beneficial owner	5,179,557,888	71.16%

* Foxconn Far East Cayman is an exempted company incorporated in the Cayman Islands with limited liability on January 25, 1996 which owns 100% issued shares of Foxconn Far East Hong Kong.

** Foxconn Far East Hong Kong is a limited liability company incorporated in Hong Kong on December 29, 1988.

Notes:

- Hon Hai holds the entire issued shares of Foxconn Far East Cayman, which in turn holds the entire issued shares of Foxconn Far East Hong Kong.
- Foxconn Far East Cayman holds the entire issued share capital of Foxconn Far East Hong Kong, which in turn holds 5,179,557,888 Shares.

Save as disclosed above, as of December 31, 2022, the Company had not been notified by any persons (other than the Directors or chief executives of the Company) who had interests or short positions in the Shares or underlying Shares which would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were required to be and were recorded in the register required to be kept by the Company under section 336 of the SFO.

SHARE GRANT SCHEME

The Share Grant Scheme was approved and adopted by the Board on January 5, 2015, and the Board further adopted the rules and interpretations thereof on November 4, 2016. The purpose of the Share Grant Scheme is to incentivize Directors, senior management and employees for their contribution to the Group and to attract, motivate and retain skilled and experienced personnel for further development of the Group. The participants of the Share Grant Scheme include existing employees, Directors (whether executive or non-executive, but excluding independent non-executive Directors) or officers of the Company or any of the subsidiaries of the Company.

The maximum number of share grants that may be granted under the Share Grant Scheme in aggregate (excluding share grants that have lapsed or been cancelled in accordance with the rules of the Share Grant Scheme) shall be such number of Shares under the Share Grant Scheme from time to time. On January 5, 2015, 349,440,000 Shares were granted to our Director, Mr. LU Sung-Ching (盧松青).

Each participant of the Share Grant Scheme may exercise the share grant after it has been vested. The vesting period of the share grant shall be determined by the Board and stated in the grant letter, which may be amended by the Board given no such amendment shall operate to materially and adversely affect any subsisting rights of the selected participants of the Share Grant Scheme.

The Share Grant Scheme was valid and effective for a period of eight years, commencing from the date of the first grant on January 5, 2015 and ending on January 5, 2023. As of the Latest Practicable Date, the Share Grant Scheme has expired.

Directors' Report

Please refer to the section headed "Statutory and General Information — Share Grant Scheme" in Appendix IV of the Prospectus for further details of the Share Grant Scheme.

As of December 31, 2022, details of the interests of our Director under the Share Grant Scheme are set out below:

Name or category of participant	Total number of Shares granted	Outstanding as of January 1, 2022	Granted during the period	Exercised during the period	Lapsed during the period	Cancelled during the period	Outstanding as of December 31, 2022 ¹	Date of grant of share grants	Vesting/Exercise period of share grants (both dates inclusive) ²	Closing price of the Shares immediately before the date on which the share grants were granted ³ HK\$	Fair value of grants at date of grant ³ HK\$
<i>Director</i>											
LU Sung-Ching (盧松青)	349,440,000	156,440,000	-	145,083,200	-	-	11,356,800	January 5, 2015	48%: 12%: March 31, 2018 to January 4, 2023 12%: June 30, 2018 to January 4, 2023 12%: September 30, 2018 to January 4, 2023 12%: December 31, 2018 to January 4, 2023 13%: 3.25%: March 31, 2019 to January 4, 2023 3.25%: June 30, 2019 to January 4, 2023 3.25%: September 30, 2019 to January 4, 2023 3.25%: December 31, 2019 to January 4, 2023 13%: 3.25%: March 31, 2020 to January 4, 2023 3.25%: June 30, 2020 to January 4, 2023 3.25%: September 30, 2020 to January 4, 2023 3.25%: December 31, 2020 to January 4, 2023 13%: 3.25%: March 31, 2021 to January 4, 2023 3.25%: June 30, 2021 to January 4, 2023 3.25%: September 30, 2021 to January 4, 2023 3.25%: December 31, 2021 to January 4, 2023 13%: 3.25%: March 31, 2022 to January 4, 2023 3.25%: June 30, 2022 to January 4, 2023 3.25%: September 30, 2022 to January 4, 2023 3.25%: December 31, 2022 to January 4, 2023	N/A	N/A
	349,440,000	156,440,000	-	145,083,200	-	-	11,356,800				

Notes:

1. As 11,356,800 Shares, which is the last batch of Shares under the Share Grant Scheme were vested on December 31, 2022 and allotted on January 3, 2023, there were no Shares available for issue under the Share Grant Scheme as of the Latest Practicable Date.
2. The weighted average closing price of the Shares immediately before the dates of vesting of Shares during the year ended December 31, 2022 was HKD1.09. For details on the dates of vesting of the Shares, please refer to Note 33(a) to the consolidated financial statements.
3. As no Shares have been granted under the Share Grant Scheme during the year ended December 31, 2022, the disclosure of (i) closing price of the Shares immediately before the date on which the share grants were granted; and (ii) fair value are not applicable.

Save as disclosed above, the Company has not entered into any other share grant schemes.

SHARE OPTION SCHEME

The Share Option Scheme was conditionally approved and adopted by our Shareholders on December 19, 2017 (the "Adoption Date"). The terms of the Share Option Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules. The purpose of the Share Option Scheme is to enable the Group to offer valuable incentive to attract and retain quality personnel to work towards enhancing the value and attaining the long-term objectives of the Group.

The Board may, in its absolute discretion, offer to grant an option (an "Option") to any director or employee of the Group, any customer of or supplier of goods or services to the Group, any customer of or supplier of goods or services to any entity in which the Group holds any equity interest (an "Invested Entity"), or any person or entity that provides research, development or technical support to the Group or any Invested Entity (each of whom a "Qualified Participant"). An offer for an Option must be accepted by the relevant Qualified Participant on a date not later than five business days after the Option is offered to a Qualified Participant. An amount of HKD1.00 is payable as consideration for acceptance of the grant.

The maximum number of Shares which may be issued upon the exercise of all Options to be granted under the Share Option Scheme and any other share option scheme(s) of the Company shall not exceed 130,000,000 Shares, representing approximately 1.9% of the share capital of the Company in issue at the Adoption Date (the "Option Limit") provided that:

- (i) the Company may seek approval by Shareholders in general meeting to refresh the Option Limit; and
- (ii) the Company may seek separate Shareholders' approval in general meeting to grant Options beyond the Option Limit provided that the Options in excess of the Option Limit are granted only to Qualified Participants specifically identified by the Company before such approval is sought,

subject to the limitation that the maximum number of Shares which may be issued or issuable upon exercise of all outstanding Options granted and yet to be exercised under the Share Option Scheme and any other share option scheme(s) of the Company shall not exceed 30% of the issued share capital of the Company from time to time.

Directors' Report

The maximum number of Shares (issued and to be issued upon the exercise of Options) in respect of which Options may be granted under the Share Option Scheme to any one grantee in any 12-month period shall not exceed 1% of the share capital of the Company in issue unless approval of the Shareholders has been obtained in accordance with the Listing Rules.

The Share Option Scheme was in force from the Adoption Date up to (and including) December 31, 2018. As of the Latest Practicable Date, the Share Option Scheme has expired. A grantee may subscribe for Shares during such period as may be determined by the Directors (which shall not be more than 10 years from the date of grant of the relevant Option and may include the minimum period, if any, for which an Option must be held before it can be exercised). The Directors may, at their absolute discretion, specify at the time of the grant, the performance targets (if any) that must be achieved before the Option can be exercised.

The exercise price of an Option shall not be less than the higher of (i) the closing price per Share as stated in the Stock Exchange's daily quotations sheet on the date of the grant of the Option; (ii) the average closing price per Share as stated in the Stock Exchange's daily quotations sheets for the 5 business days immediately preceding the date of the grant of the Option; and (iii) nominal value of the Shares.

For further details about the Share Option Scheme, please refer to the Company's circular dated December 4, 2017.

As of December 31, 2022, details of the interests of (i) each Director; (ii) the five highest paid employees; and (iii) other employee participants under the Share Option Scheme are set out below:

Name or category of participant	Number of share options							Balance as of December 31, 2022 ¹	Date of grant of share options ²	Exercise period of share options (both dates inclusive) ³	Closing price of the Shares immediately before the date on which the share options were granted HK\$	Exercise price of share options HK\$	Weighted average closing price of the Shares immediately before the date(s) on which share options were exercised ⁴ HK\$	Fair value of share options at date of grant ² HK\$
	Total number of share options granted	Balance as of January 1, 2022	Granted during the period	Exercised during the period	Lapsed during the period	Cancelled during the period								
<i>Director</i> PIPKIN Chester John	200,000	200,000	-	-	200,000	-	-	December 28, 2018	100%: December 28, 2019 to December 28, 2022	3.380	3.422	N/A	N/A	

Name or category of participant	Number of share options							Balance as of December 31, 2022 ¹	Date of grant of share options ²	Exercise period of share options (both dates inclusive) ³	Closing price of the Shares immediately before the date on which the share options were granted HK\$	Exercise price of share options HK\$	Weighted average closing price of the Shares immediately before the date(s) on which share options were exercised ⁴ HK\$	Fair value of share options at date of grant ² HK\$
	Total number of share options granted	Balance as of January 1, 2022	Granted during the period	Exercised during the period	Lapsed during the period	Cancelled during the period								
<i>Five highest paid employees</i>														
In aggregate	350,000	350,000	-	-	350,000	-	-	December 28, 2018	100%: December 28, 2019 to December 28, 2022	3.380	3.422	N/A	N/A	
	5,500,000	5,500,000	-	-	-	-	5,500,000	December 28, 2018	25%: December 28, 2019 to December 28, 2025; 25%: December 28, 2020 to December 28, 2025; 25%: December 28, 2021 to December 28, 2025; 25%: December 28, 2022 to December 28, 2025	3.380	3.422	N/A	N/A	
<i>Other employee participants</i>														
In aggregate	9,450,000	7,295,000	-	-	7,295,000	-	-	December 28, 2018	100%: December 28, 2019 to December 28, 2022	3.380	3.422	N/A	N/A	
	183,000	63,000	-	-	-	-	63,000	December 28, 2018	33 1/3%: December 28, 2019 to December 28, 2024; 33 1/3%: December 28, 2020 to December 28, 2024; 33 1/3%: December 28, 2021 to December 28, 2024	3.380	3.422	N/A	N/A	
	26,080,000	14,820,000	-	-	1,610,000	1,550,000	11,660,000	December 28, 2018	25%: December 28, 2019 to December 28, 2025; 25%: December 28, 2020 to December 28, 2025; 25%: December 28, 2021 to December 28, 2025; 25%: December 28, 2022 to December 28, 2025	3.380	3.422	N/A	N/A	
	41,763,000	28,228,000	-	-	9,455,000	1,550,000	17,223,000							

Notes:

1. The total number of Shares available for issue under the Share Option Scheme is 17,223,000 Shares, representing approximately 0.24% of the issued Shares as of the Latest Practicable Date.
2. As the Share Option Scheme has expired, (i) there were no share options available for grant under the Share Option Scheme during the year ended December 31, 2022; and (ii) the disclosure of fair value is not applicable.
3. The share options were/will be vested on every December 28 of each exercise period. For details, please refer to Note 33(b) to the consolidated financial statements.
4. The weighted average closing price of the Shares immediately before the dates of which the share options were exercised is not applicable as no share options have been exercised during the year ended December 31, 2022.

Save as disclosed above, the Company has not entered into any other share option schemes.

RESTRICTED SHARE AWARD SCHEMES

The First Restricted Share Award Scheme

The First Restricted Share Award Scheme was approved and adopted by the Company on January 31, 2018 and amended on May 15, 2018. The purpose of the First Restricted Share Award Scheme is to recognize the contributions by the selected participants, to give them incentives to achieve performance goals, and to attract suitable personnel for further development of the Group. The selected participants under the First Restricted Share Award Scheme include any individual being an employee, officer, agent or consultant of the Company or any subsidiary of the Company, who is not (i) a core connected person of the Company (as defined under the Listing Rules) or (ii) a person who is not recognized by the Hong Kong Stock Exchange as a member of “the public” under Rule 8.24 of the Listing Rules.

The maximum number of Shares which may be administered under the First Restricted Share Award Scheme shall not exceed 673,385,488 Shares, representing approximately 10% of the share capital of the Company as of the date of the Board's approval of the First Restricted Share Award Scheme and approximately 9.24% of the share capital of the Company as of the Latest Practicable Date, or such other limit as determined by the administration committee of the First Restricted Share Award Scheme at its sole discretion. The maximum number of Shares which may be granted to a selected participant at any one time or in aggregate may not exceed 67,338,548 Shares, being 1% of the issued share capital of the Company as of the date of the Board's approval of the First Restricted Share Award Scheme.

The First Restricted Share Award Scheme remains valid and effective for a period of ten years from the date of the Board's approval of the First Restricted Share Award Scheme, up to (and including) January 31, 2028, and can be terminated and extended by a resolution of the Board. As of the Latest Practicable Date, the remaining life of the First Restricted Share Award Scheme is approximately four years and nine months.

Please refer to the Company's announcement dated May 21, 2018 for further details of the First Restricted Share Award Scheme.

As of December 31, 2022, the trustee of the First Restricted Share Award Scheme had purchased 213,642,000 Shares on the Stock Exchange for a total consideration of HK\$736,383,975.72 and 9,841,000 Shares had been granted to the selected participants.

As of December 31, 2022, details of the interests of other employee participants, whose awards were granted and to be granted under the First Restricted Share Award Scheme are set out below:

Number of Shares granted under the First Restricted Share Award Scheme												
Total number of Shares granted	Balance as of January 1, 2022	Granted during the period	Vested during the period	Lapsed during the period	Cancelled during the period	Balance as of December 31, 2022 ¹	Date of grant of share awards	Vesting period of share awards (both dates inclusive)	Closing price of the Shares immediately before the date on which the awards were granted	Weighted average closing price of share immediately before the date(s) on which awards were vested	Fair value of awards at date of grant	
									HK\$	HK\$		HK\$
<i>Other employee participants</i>												
In aggregate	2,757,000	-	2,757,000	2,757,000	-	-	-	May 1, 2022	100%: Vested on May 1, 2022	1.02	1.02	1.06
	883,000	-	883,000	883,000	-	-	-	December 12, 2022	100%: Vested on December 12, 2022	2.00	2.00	2.02
	3,640,000	-	3,640,000	3,640,000	-	-	-					

Notes:

- The total number of Shares available for grant under the First Restricted Share Award Scheme is 203,801,000 Shares, representing approximately 2.80% of the issued Shares as of the Latest Practicable Date.
- Purchase price is not applicable for the Shares awarded under the First Restricted Share Award Scheme as all Shares awarded under the First Restricted Share Award Scheme are granted at nil consideration.
- Details of the accounting standards and policies adopted are set out in Note 2 to the consolidated financial statements.

The Second Restricted Share Award Scheme

The Second Restricted Share Award Scheme was approved and adopted by the Company on February 11, 2019. The purpose of the Second Restricted Share Award Scheme is to recognize the contributions by the selected participants, to give them incentives to achieve performance goals, and to attract suitable personnel for further development of the Group. The selected participants under the Second Restricted Share Award Scheme include any individual being a Director (including executive and non-executive Director), employee, officer, agent or consultant of the Company or any subsidiary of the Company.

The maximum number of Shares which may be administered under the Second Restricted Share Award Scheme shall not exceed 674,353,688 Shares, representing approximately 10% of the share capital of the Company as of the date of the adoption of the Second Restricted Share Award Scheme and approximately 9.25% of the share capital of the Company as of the Latest Practicable Date, or such other limit as determined by the administration committee of the Second Restricted Share Award Scheme at its sole discretion. The maximum number of Shares which may be granted to a selected participant at any one time or in aggregate may not exceed 67,435,368 Shares, being 1% of the issued share capital of the Company as of the date of the adoption of the Second Restricted Share Award Scheme.

The Second Restricted Share Award Scheme remains valid and effective for a period of ten years from the adoption of the Second Restricted Share Award Scheme, up to (and including) November 13, 2028, and can be terminated and extended by a resolution of the Board. As of the Latest Practicable Date, the remaining life of the Second Restricted Share Award Scheme is approximately five years and six months.

Please refer to the Company's announcement dated March 26, 2019 for further details of the Second Restricted Share Award Scheme.

As of December 31, 2022, the trustee of the Second Restricted Share Award Scheme had purchased 32,061,000 Shares on the Stock Exchange for a total consideration of HK\$76,328,877.86 and 31,505,000 Shares had been granted to the selected participants.

As of December 31, 2022, details of the interests of (i) each Director; and (ii) other employee participants under the Second Restricted Share Award Scheme are set out below:

Number of Shares granted under the Second Restricted Share Award Scheme												
Name or category of Participant	Total number of Shares granted	Balance as of January 1, 2022	Granted during the period	Vested during the period	Lapsed during the period	Cancelled during the period	Balance as of December 31, 2022 ¹	Date of grant of share awards	Vesting period of share awards (both dates inclusive)	Closing price of the Shares immediately before the date on which the awards were granted HK\$	Weighted average closing price of share awards immediately before the date(s) on which awards were vested HK\$	Fair value of awards at date of grant HK\$
<i>Director</i>												
LU Pochin Christopher (盧伯卿)	18,000,000	4,500,000	-	4,500,000	-	-	-	December 12, 2019	25%: Vested on December 12, 2019 25%: Vested on December 12, 2020 25%: Vested on December 13, 2021 25%: Vested on December 12, 2022	2.73	2.00	2.02
<i>Other employee participants</i>												
In aggregate	4,420,000	-	4,420,000	4,420,000	-	-	-	May 1, 2022	100%: Vested on May 1, 2022	1.02	1.02	1.06
	1,682,000	-	1,682,000	1,682,000	-	-	-	December 12, 2022	100%: Vested on December 12, 2022	2.00	2.00	2.02
	24,102,000	4,500,000	6,102,000	10,602,000	-	-	-					

Notes:

- The total number of Shares available for grant under the Second Restricted Share Award Scheme is 556,000 Shares, representing approximately 0.01% of the issued Shares as of the Latest Practicable Date.
- Purchase price is not applicable for the Shares awarded under the Second Restricted Share Award Scheme as all Shares awarded under the Second Restricted Share Award Scheme are granted at nil consideration.
- Details of the accounting standards and policies adopted are set out in Note 2 to the consolidated financial statements.

Save as disclosed above, the Company has not entered into any other share award schemes.

The total number of Shares that may be issued in respect of options and awards granted under all share schemes of the Company during the year divided by the weighted average number of Shares in issue for the year was 0.4%.

EQUITY-LINKED AGREEMENT

Other than disclosed in this Annual Report, there was no equity-linked agreement entered into by the Company or any of its subsidiaries during the Reporting Period or subsisted at the end of the year.

PURCHASE, REDEMPTION OR SALE OF THE LISTED SECURITIES

Save as disclosed under the section headed “Restricted Share Award Schemes”, during the Reporting Period, none of the Company or any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities.

PRE-EMPTIVE RIGHTS

There is no provision for the pre-emptive rights under the Articles of Association and the laws of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing Shareholders.

NON-COMPETITION UNDERTAKING

To safeguard our Group from any potential competition, Hon Hai Precision Industry Co., Ltd. (the “Covenantor”) has provided an irrevocable deed (the “Deed of Non-Competition”) to the Company on June 6, 2016, pursuant to which the Covenantor irrevocably undertook to our Company that it shall not, and shall procure that its affiliates and its close associates (as ascribed under the Listing Rules, other than any member of our Group) shall not, directly or indirectly, invest in, participate in, carry on, and/or operate any business (including the design, development, production and sales of connectors, antennas, acoustics component, cables and cable assemblies products) or any other business that the Group plans to engage as described in the Prospectus which is in any respect in competition with or is likely to be in competition with or benefit from either on its own account, through its representatives or together with any third parties.

For details of the Deed of Non-Competition, please see “Non-Competition Undertaking” under the section headed “Relationship with Our Controlling Shareholders” in the Prospectus.

Based on the information provided by the controlling Shareholders, the independent non-executive Directors have reviewed the implementation of non-competition undertaking during the Reporting Period, and are satisfied that the controlling Shareholders have complied with the Deed of Non-Competition.

DIRECTORS' INTEREST IN COMPETING BUSINESS

None of the Directors or their associates had any interest in any business which directly or indirectly compete or may compete with the businesses of our Group during the Reporting Period.

CONNECTED TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS

During the Reporting Period, the connected transactions and the continuing connected transactions conducted by the Group were described below.

The following entities are our connected persons:

- Hon Hai, a controlling Shareholder and hence our connected person; and
- Hon Hai Group, each entity being a subsidiary or associate of our controlling Shareholder and hence our connected person.

Connected Transactions

On June 17, 2022, Fu Ding Precision Component (Shenzhen) Co., Ltd. (a wholly-owned subsidiary of the Company) entered into a framework cooperation agreement, a supplemental agreement and a lease agreement with Shenzhen Fertile Plan International Logistics Co., Ltd (a non-wholly-owned subsidiary of Hon Hai, the controlling Shareholder) pursuant to which, among other things, (i) Fu Ding will, at the request and cost of Futaitong, enter into construction agreements with third party contractors for construction, with the construction consideration to be borne by Futaitong; (ii) Futaitong will, after completion of the construction, rent the land, which is a parcel of industrial land located at Longhua District, Shenzhen with a site area of approximately 76,230.91 square meters, and the buildings thereon as lessee from Fu Ding as lessor at the real estate rental fee of RMB238.68 million (inclusive of value-added tax) for 20 years and, subject to compliance with applicable PRC laws and the Listing Rules, renew the lease for not less than 15 years; and (iii) as an alternative to the lease arrangement, where it is permissible under relevant laws and regulations, Fu Ding will, subject to compliance with the Listing Rules and upon receipt of Futaitong's written notice, transfer the Real Estate to Futaitong. The Framework Agreements and the transactions contemplated thereunder were approved by the independent Shareholders on August 16, 2022. For further details, please refer to the announcements of the Company dated June 17, 2022, July 11, 2022 and August 16, 2022, as well as the circular of the Company dated July 31, 2022. Under the Framework Agreements, it was expected that (i) the construction shall be commenced by November 1, 2022 and be completed by November 1, 2024; and (ii) the real estate certificate shall be obtained within 3 years upon the issuance of construction certificate. If for reason of Fu Ding there is a delay in obtaining the real estate certificate, Fu Ding shall compensate Futaitong at a monthly amount of RMB3 million accruing from the second month after the expiry of the above 3-year period, which may be deducted from the real estate rental fee. However, due to COVID-19 pandemic resulting in a transportation blockage between Hong Kong and Shenzhen, the land has been used by the Shenzhen government as a logistics center to facilitate transportation of products between Hong Kong and Shenzhen. As such, the construction did not commence by November 1, 2022. In response to the latest development above, (a) Fu Ding had provided written requests to the relevant Shenzhen authorities in October 2022 and February 2023 to exempt its corresponding liabilities due to the delay in commencement and completion of the construction, as a result of the abovementioned cooperation with the Shenzhen government under COVID-19 pandemic. The relevant Shenzhen authorities have verbally agreed to extend the commencement date of the construction to no later than November 1, 2023, and that currently no supplemental agreement needs to be signed with the relevant governmental authority; and (b) Fu Ding entered into a supplemental agreement with Futaitong on October 31, 2022 acknowledging that (i) the abovementioned latest development could result in delay in construction; (ii) no RMB3 million monthly compensation shall be payable by Fu Ding to Futaitong as a result of such delay; and (iii) any government forfeiture of the land due to such delay shall not constitute Fu Ding's default under the Framework Agreements and Fu Ding shall have no liability thereunder.

On December 6, 2022, Foxconn Interconnect Technology Singapore Pte. Ltd. and Foxconn OE Technologies Singapore Pte. Ltd. (each a wholly-owned subsidiary of the Company), entered into a share transfer agreement with Sharp Corporation (a non-wholly-owned subsidiary of Hon Hai, the controlling Shareholder), pursuant to which FITS and FOTS conditionally agreed to sell, and Sharp Display Technology Corporation (a wholly-owned subsidiary of Sharp) conditionally agreed to purchase, 14,415,341 shares of FIT Electronics Device Pte. Ltd. (of which 14,134,705 shares were held by FITS and 280,636 shares were held by FOTS), for a consideration of US\$14,415,341. Following the closing of the Sharp Disposal, the Company will cease to have any interest in the JV Company and therefore the JV Company will cease to be a subsidiary of the Company. On December 29, 2022, FITS, FOTS and Sharp entered into an amendment agreement to extend the closing date of the Sharp Disposal to March 31, 2023. On March 31, 2023, FITS, FOTS and Sharp entered into a second amendment agreement to further extend the closing date of the Sharp Disposal to April 30, 2023. As of the Latest Practicable Date, closing has not taken place. For further details, please refer to the Company's announcement dated December 6, 2022.

Non-Exempt Continuing Connected Transactions with Hon Hai Group

As the applicable "percentage ratios" (other than the profits ratio) for the transactions under each of the below categories (a) to (k) are more than 0.1% but below 5%, the transactions contemplated therein are exempted from the circular (including independent financial advice) and independent Shareholders' approval requirements, but subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules.

Our Directors are of the view that these transactions are conducted on normal commercial terms and not prejudicial to the interest of the Company's minority Shareholders.

(a) Framework Molding Parts Agreement

Our Group entered into a framework molding parts agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we procure various molding parts from Hon Hai Group. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework molding parts agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, we would run a price quote process to check price quotes from a minimum of three independent third party qualified suppliers for the products of same specification and quality. If a lower price exists, we would either engage independent third party suppliers to carry out the work or request Hon Hai and its other subsidiaries to lower their fee quote. If no independent third party supplier is available, the price is determined on cost plus basis, with a mark-up of up to 10%.

For the year ended December 31, 2022, the annual cap of the maximum aggregate annual amount payable to Hon Hai Group was set at US\$110 million, and the actual aggregate amount was approximately US\$31.9 million.

(b) Framework General Services and Costs Sharing Agreement (as Expenses) with Hon Hai Group

Our Group entered into a framework general services and costs sharing agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which our Group will share the costs of certain services and office spaces of subsidiaries of Hon Hai Group including telecommunication, general administrative and IT system support, utility, logistics and other services. Subject to the terms and conditions therein, such sharing services expenses are determined based on various factors including usage or costs allocation in proportion of headcount, procurement volume and floor area, as the case may be. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework general services and costs sharing (expense) agreement for a term of three years from January 1, 2023 to December 31, 2025.

For the year ended December 31, 2022, the annual cap of the maximum aggregate annual fee payable to Hon Hai Group was set at US\$12 million, and the actual aggregate amount was approximately US\$4.3 million.

(c) Framework Equipment Sales Agreement

Our Group entered into a framework equipment sales agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we sold to Hon Hai Group equipment and facilities primarily used in connection with the production activities of Hon Hai Group. Such equipment and facilities may include molding machines, stamping machines and computer hardware. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework equipment sales agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, the consideration for transactions contemplated under the framework equipment sales agreement was determined with reference to (i) the net book value of the relevant equipment as recorded in the accounts of the relevant member of the Group; and if inappropriate or inapplicable, (ii) the market price (which is the price offered by independent third parties for acquiring the same or similar equipment or facilities).

For the year ended December 31, 2022, the annual cap of the aggregate annual sales amount to Hon Hai Group was set at US\$4 million, and the actual aggregate amount was approximately US\$2.1 million.

(d) Framework Equipment Purchase Agreement

Our Group entered into a framework equipment purchase agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we purchased from Hon Hai Group equipment and facilities primarily used in the Group's production activities in connection with serving the mobile and wireless devices, communications infrastructure, computer and consumer electronics end markets. Such equipment and facilities may include air-conditioning system, automatic assembly equipment, stamping machines, computer software and molding machines. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework equipment purchase agreement for a term from January 1, 2023 to December 31, 2025.

As to the pricing policy, the purchase price for the equipment and facilities under the framework equipment purchase agreement was determined with reference to (i) the net book value of the relevant equipment as recorded in the accounts of the relevant member of Hon Hai Group; and if inappropriate or inapplicable, (ii) the market price (which is the price required by independent third parties selling the same or similar equipment or facilities).

For the year ended December 31, 2022, the annual cap of the aggregate annual procurement amount from Hon Hai Group was set at US\$10 million, and the actual aggregate amount was approximately US\$6.4 million.

(e) Framework Property Leasing Agreement

Our Group entered into a framework property leasing agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we may lease the properties of Hon Hai or its subsidiaries for manufacturing facilities and office purpose. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework property leasing agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, we would negotiate the rent with Hon Hai or its subsidiaries based on the actual area of the leased property and at a price not higher than the current market price, and settle the rental payment by bank transfer.

For the year ended December 31, 2022, the annual cap of the aggregate annual rental payment to Hon Hai Group was set at US\$7.4 million, and the actual aggregate amount was approximately US\$4.8 million.

(f) Framework Logistics Agreement

Our Group entered into a framework logistics agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we may purchase certain transportation, logistics, warehousing and customs clearance services from Hon Hai Group. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework logistics agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, the consideration for transactions contemplated under the framework logistics agreement shall be determined with reference to the market price (which is the price offered by independent third parties for providing the same or similar services) and, in respect of warehousing services, service quality and warehouse locations.

For the year ended December 31, 2022, the annual cap of the aggregate annual logistics services payment to Hon Hai Group was set at US\$36 million, and the actual aggregate amount was approximately US\$19.7 million.

(g) Framework Pensions Payment Agreement

Our Group entered into a framework pensions payment agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we agreed to make pensions payment on behalf of Hon Hai to certain of our Group's employees who were formerly employed by Hon Hai Group in respect of the portion of pensions payment attributable to the relevant employee's employment with Hon Hai Group, and Hon Hai Group agrees to repay the advance pensions payment made by the Group on its behalf. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework pensions payment agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, the consideration for transactions contemplated under the framework pensions payment agreement shall be determined with reference to the actual amount of advance pensions payment made by the Group on behalf of Hon Hai Group.

For the year ended December 31, 2022, the annual cap of the aggregate annual pensions payment to Hon Hai Group was set at US\$4.1 million, the actual aggregate amount was approximately US\$0.6 million.

(h) Framework OEM New Equipment Sales Agreement

Our Group entered into a framework OEM new equipment sales agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we may sell certain equipment and facilities including newly assembled industrial testing equipment relating to automation and artificial intelligence which would be primarily used in the Hon Hai Group's business and production activities.

As to the pricing policy, the consideration for the equipment and facilities under the framework OEM new equipment sales agreement shall be determined with reference to (i) the costs of production and assembly, plus a profit margin of not less than 1%; and if inappropriate or inapplicable, (ii) with reference to the market price (which is the price required by independent third parties selling the same or similar equipment or facilities).

For the year ended December 31, 2022, the annual cap of the aggregate annual sales amount to Hon Hai Group was set at US\$30 million, the actual aggregate amount was approximately US\$0.

(i) Framework Rental Income Agreement

Our Group entered into a framework rental income agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which Hon Hai Group may lease properties of the Group, including but not limited to manufacturing facilities and dormitories. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework rental income agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, the rent for the leased property under the framework rental income agreement shall be determined with reference to the market price (which is the rent required by independent third parties leasing the same or similar property).

For the year ended December 31, 2022, the annual cap of the aggregate annual rental payment from Hon Hai Group was set at US\$5 million, the actual aggregate amount was approximately US\$3.7 million.

(j) Framework General Services and Costs Sharing Agreement (as Income) with Hon Hai Group

Our Group entered into a framework general services and costs sharing agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which Hon Hai Group shares the costs of certain services and office spaces of the Group including telecommunication, general administrative and IT system support, utility, logistics and other services. Subject to the terms and conditions therein, such sharing services pricing are determined based on various factors including usage or costs allocation in proportion of headcount, procurement volume and floor area, as the case may be. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework general services and costs sharing (income) agreement for a term of three years from January 1, 2023 to December 31, 2025.

For the year ended December 31, 2022, the annual cap of the maximum aggregate annual fee payable to the Group was set at US\$3.5 million, the actual aggregate amount was approximately US\$1.4 million.

(k) Framework Human Resources Support Expense Agreement

Our Group entered into a framework human resources support expense agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which Hon Hai Group has agreed to provide human resources support services to the Group from time to time upon and subject to the terms and conditions thereof. On November 18, 2022, the Company and Hon Hai agreed upon the terms of the framework human resources support (expense) agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, the consideration for transactions contemplated under the framework human resources support (expense) agreement shall be determined with reference to comparable third-party prices to the extent independent-third-party suppliers are available, or where such third-party prices are not readily available: with reference to the actual cost of the relevant human resources support services provided by Hon Hai Group and its affiliated companies, plus mark-up percentage provided by professional independent third party and in accordance with reasonable business principles.

For the year ended December 31, 2022, the annual cap of the maximum aggregate annual fee payable to Hon Hai Group was set at US\$8.5 million, the actual aggregate amount was approximately US\$1.3 million.

As one or more of the applicable percentage ratios in relation to the transactions under each of the below categories (l) to (n) are more than 5%, such transactions are subject to the annual reporting, annual review, announcement, circular (including independent financial advice) and independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

(l) Framework Sales Agreement

Our Group entered into a framework sales agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which the Hon Hai Group purchases various interconnect solutions and other related products from us. Such transactions mainly represent sales to the Hon Hai Group as contract manufacturers, of which more than 50% are designated by the top five brand companies who are the primary decision makers when such sales are made. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework sales agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, for the sales to the Hon Hai Group that are designated by our brand company customers, the selling prices of our customized interconnect solutions and other products are negotiated and determined between our brand company customers and us. For other sales to the Hon Hai Group where the selling prices were not designated by our customers ("Connected Sales"), the selling prices are determined by referencing the blended profit margin, which is the difference between revenue generated from such sales and historical cost allocated thereto for the preceding month, divided by the corresponding revenue, to that of sales to independent third parties ("Third Party Sales"), on a rolling basis, such that the differences in the blended profit margins between Connected Sales and Third Party Sales in each fiscal year shall not be more than 6.5%, having considered the long-term business relationship, large sales volume to the Hon Hai Group, and the strategic partnership with the Hon Hai Group.

For the year ended December 31, 2022, the annual cap of the aggregate annual sales amount to Hon Hai Group was set at US\$1,400 million, the actual aggregate amount was approximately US\$493 million.

(m) Framework Purchase Agreement

Our Group entered into a framework purchase agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which we purchase from the Hon Hai Group various raw materials, ancillary materials and semi-finished components and assembled products under the following three procurement models: (1) purchase of gold salts from the Hon Hai Group as our raw materials ("Model One"); (2) purchase of ancillary materials from Hon Hai Group ("Model Two"); and (3) purchase of semi-finished components and assembled products from the Hon Hai Group to whom we provide certain raw materials and components for their production of semi-finished components and assembled products ("Model Three"). On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework purchase agreement for a term of three years from January 1, 2023 to December 31, 2025.

Model One's pricing policy: for our procurement of gold salts, at the purchase price equivalent to the sum of the commodity spot prices and the processing fees. We will obtain and compare fee proposals provided by the Hon Hai Group and independent third party suppliers on a quarterly basis to the extent practicable. As a risk control measure, we will procure gold salts from more than one supplier, but will allocate at least 70% annual purchase to the supplier with the lowest fee quote.

Model Two's pricing policy: for the procurement of ancillary raw materials from the Hon Hai Group that is designated by our customers, at the purchase price agreed between the Hon Hai Group and our customers; and for other procurement of ancillary raw materials from the Hon Hai Group, at the purchase price determined with reference to comparable third-party prices to the extent independent-third-party suppliers are available.

Model Three's pricing policy: for the procurement of semi-finished goods and assembled products, at the purchase price determined based on (a) the Hon Hai Group's purchase prices of raw materials supplied by us, (b) the Hon Hai Group's purchase prices of other raw materials, (c) the Hon Hai Group's labor costs and overheads, and (d) handling fees up to 8% of relevant material cost, labor cost and overheads; or determined with reference to comparable third party prices to the extent independent third party suppliers are available.

For the year ended December 31, 2022, the annual cap of the aggregate annual procurement amount from Hon Hai Group was set at US\$500 million, the actual aggregate amount was approximately US\$269 million.

(n) Framework Sub-contracting Services Agreement

Our Group entered into a framework sub-contracting services agreement with Hon Hai for a term of three years from January 1, 2020 to December 31, 2022, pursuant to which the Hon Hai Group provides us with subcontracting services from time to time. On November 18, 2022, the Company and Hon Hai agreed upon the terms of a framework sub-contracting services agreement for a term of three years from January 1, 2023 to December 31, 2025.

As to the pricing policy, under the framework sub-contracting services agreement, the sub-contracting fees are determined based on relevant (i) labor costs and overheads and (ii) handling fee of up to 5% of relevant labor costs and overheads. Where such cost break-down is not readily available, the sub-contracting fees are determined with reference to comparable third-party prices.

For the year ended December 31, 2022, the annual cap of the aggregate annual sub-contracting services fee payable to Hon Hai Group was set at US\$340 million, the actual aggregate amount was approximately US\$1 million.

During the Reporting Period, our independent non-executive Directors have reviewed the above non-exempted continuing connected transactions and have confirmed that in accordance with paragraph 14A.55 of the Listing Rules, such transactions were entered into:

- (i) in the ordinary and usual course of business of the Group;
- (ii) on normal or better commercial terms; and
- (iii) in accordance with the agreements for such transactions, the terms of which are fair and reasonable, and are in the interest of the Shareholders as a whole.

The Company's auditor was engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued his unqualified letter containing his findings and conclusions in respect of the continuing connected transactions disclosed by the Group on pages 41 to 48 of this Annual Report in accordance with paragraph 14A.56 of the Listing Rules. A copy of the auditor's letter has been provided by the Company to The Stock Exchange of Hong Kong Limited.

Other related party transactions entered into by the Group during the year ended December 31, 2022 as set out in Note 38 to the consolidated financial statements do not constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules.

Save as disclosed in this Annual Report, there were no connected transactions or continuing connected transactions which are required to be disclosed by the Company during the Reporting Period in accordance with the provisions concerning the disclosure of connected transactions under Chapter 14A of the Listing Rules.

CHARITABLE DONATIONS

During the Reporting Period, the Group has not made any charitable donations.

MATERIAL LEGAL PROCEEDINGS

During the Reporting Period, the Company was not involved in any material legal proceedings or arbitrations. To the best knowledge of the Directors, there is no material legal proceeding or claim which is pending or threatening against the Company.

PERMITTED INDEMNITY PROVISIONS

During the Reporting Period and up to the Latest Practicable Date, there were no permitted indemnity provisions which were or are currently in force, and are beneficial to the Directors (whether they were entered into by the Company or others) or any directors of the Company's connected companies (if they were entered into by the Company).

The Company has purchased appropriate Directors' and officers' liability insurance for its Directors and senior staff.

EVENTS AFTER THE BALANCE SHEET DATE

No significant events occurred after the balance sheet date.

AUDIT COMMITTEE

The Audit Committee has reviewed the accounting principles and practices adopted by the Company as well as the audited consolidated financial statements for the year ended December 31, 2022.

CODE ON CORPORATE GOVERNANCE PRACTICE

The Company is committed to maintaining high level of corporate governance practices. Information about the corporate governance practices adopted by the Company are set out in the corporate governance report on pages 51 to 72 in this Annual Report.

PUBLIC FLOAT

Reference is made to the section headed "Waivers from Compliance with the Listing Rules — Waiver in relation to Public Float" in the Prospectus which states that the Company's minimum public float will be the higher of (a) 15% of the total issued share capital of the Company; (b) such percentage of Shares held by the public immediately after completion of the Global Offering (as defined in the Prospectus) (assuming the Over-allotment Option (as defined in the Prospectus) is not exercised); or (c) such percentage of Share to be held by the public after the exercise of the Over-allotment Option (as defined in the Prospectus), of the enlarged issued share capital of the Company. The applicable minimum public float for the Shares is 20.48%. Based on the information publicly available to the Company and to the best of the Directors' knowledge, information and belief, the Company has maintained sufficient public float as approved by the Stock Exchange and as permitted under the Listing Rules throughout the Reporting Period up to the Latest Practicable Date.

AUDITOR

PricewaterhouseCoopers was appointed as auditor of the Company for the year ended December 31, 2022. There has been no change of auditor in the preceding three years.

The consolidated financial statements have been audited by PricewaterhouseCoopers, who retires and, being eligible, offers itself for re-appointment at the forthcoming AGM. A resolution for reappointment of PricewaterhouseCoopers as auditor of the Company will be proposed at the AGM.

By Order of the Board

Chairman

LU Sung-Ching (盧松青)

Hong Kong, March 14, 2023

Corporate Governance Report

The Board is pleased to present the corporate governance report of the Company for the year ended December 31, 2022.

CORPORATE GOVERNANCE PRACTICES

The Group is committed to upholding a high standard of corporate governance to ensure an effective and transparent operation of the Company with sufficient checks and balances, to safeguard the interests of the Shareholders and upgrade value and accountability of the corporation. The Company has adopted the code provisions set out in the Corporate Governance Code under Appendix 14 to the Listing Rules as its governance code. Save as disclosed in this Annual Report, the Company has complied with all the applicable code provisions during the Reporting Period. The Company will continue to review and monitor its own corporate governance practices to ensure compliance with the Corporate Governance Code.

BOARD OF DIRECTORS

Responsibilities

The Board is responsible for the overall leadership of our Group, oversees our Group's strategic decisions and monitors our business and performance. The Board has delegated the authority and responsibility of day-to-day management and operation of our Group to the senior management of our Group. To oversee particular aspects of the Company's affairs, the Board has established four Board committees including the Audit Committee, the Remuneration Committee, the Nomination Committee and the Environmental, Social and Governance Committee (together, the "Board Committees"). The Board has delegated to the Board Committees responsibilities as set out in their respective terms of reference.

All Directors shall ensure that they execute their duties in good faith, in compliance with applicable laws and regulations and in a manner consistent with the interests of the Company and the Shareholders at all times.

The Company has maintained appropriate liability insurance for legal proceedings against directors and will review the coverage of the insurance annually.

Composition of the Board of Directors

As of the Latest Practicable Date, the Board of Directors comprises three executive Directors, one non-executive Director and three independent non-executive Directors, who are as follows:

Executive Directors:

LU Sung-Ching (盧松青)

LU Pochin Christopher (盧伯卿)

PIPKIN Chester John

Non-executive Director:

TRAINOR-DEGIROLAMO Sheldon

Corporate Governance Report

Independent Non-executive Directors:

CURWEN Peter D

TANG Kwai Chang (鄧貴彰)

CHAN Wing Yuen Hubert (陳永源)

The biographies of the Board of Directors are set out in the “Directors and Senior Management” section in this Annual Report.

During the Reporting Period, the Board has complied with requirements of Rules 3.10(1) and 3.10(2) of the Listing Rules in relation to the appointment of at least three independent non-executive Directors with at least one of them possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has also complied with requirement of Rule 3.10A of the Listing Rules in relation to appointing independent non-executive Directors representing at least one-third of the Board of Directors.

The Company considers that all independent non-executive Directors are independent pursuant to the criteria set out in Rule 3.13 of the Listing Rules, and that each of the independent non-executive Directors has confirmed his independence.

Save as disclosed in biographies of “Directors and Senior Management” in this Annual Report, none of the Directors has any personal relationship (including financial, business, family or other material/relevant relationship) with any other Directors or chief executives.

Each of the Directors (including the independent non-executive Directors) has brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning. Independent non-executive Directors are invited to serve on the Audit Committee, the Remuneration Committee, the Nomination Committee and the Environmental, Social and Governance Committee.

Appointment and Continuous Professional Development

All newly appointed Directors are provided with the necessary induction and information to ensure that they have a proper understanding of the operations and business of the Company and their responsibilities under the relevant statutes, laws, rules and regulations. The Company also arranges regular seminars for Directors to provide updated information on the latest developments and changes in the Listing Rules and other relevant legal and regulatory requirements from time to time. The Directors are also provided with regular updates on the performance, position and prospects of the Company to enable each Director and the Board as a whole to discharge their duties.

The Company encourages all Directors to participate in professional development to develop and refresh their knowledge and skills. The joint company secretaries of the Company have updated and provided written training materials on the roles, functions and duties of Directors from time to time.

Based on the information provided by the Directors, a summary of the trainings received by the Directors during the year ended December 31, 2022 is set out below:

Name of Director	Nature of trainings
LU Sung-Ching (盧松青)	A, B
LU Pochin Christopher (盧伯卿)	A, B
PIPKIN Chester John	A, B
TRAINOR-DEGIROLAMO Sheldon	A, B
CURWEN Peter D	A, B
TANG Kwai Chang (鄧貴彰)	A, B
CHAN Wing Yuen Hubert (陳永源)	A, B

Notes:

- A: Deliver talks at seminars and/or conferences and/or forums
- B: Participate in trainings provided by lawyers and trainings related to the Company's business

Chairman and Chief Executive Officer

Pursuant to the code provision C.2.1 of the Corporate Governance Code, the roles of chairman of the Board and chief executive should be separated and should not be performed by the same individual.

Mr. LU Sung-Ching (盧松青), the chairman and chief executive officer of the Company, is responsible for the overall management of the Group and guides the strategic development and business plan of the Group. In view of the current status of the Group's development, the Board considers that the same individual who performs two positions of chairman and chief executive officer can provide a strong and consistent leadership to the Company and be conducive to the implementation and execution of the Group's business strategy. Also, the Board considers that this situation will not impair the balance of power and authority between the Board and the management of the Company because the balance of power and authority is governed by the operations of the Board which comprises experienced and high caliber individuals with demonstrated integrity. Furthermore, decisions of the Board are made by way of majority votes. Nevertheless, we will review the structure from time to time based on changing circumstances. The Board will continue to evaluate the situation and consider the separation of the roles of chairman and chief executive officer when appropriate, taking into account the then general conditions of the Group.

Appointment and Re-election of the Directors

Each of Mr. LU Sung-Ching (盧松青), Mr. LU Pochin Christopher (盧伯卿) and Mr. PIPKIN Chester John, the executive Directors, entered into a service contract with the Company on April 20, 2020, April 20, 2020 and April 1, 2022, respectively, with a term of three years commencing from June 20, 2020, June 20, 2020 and April 1, 2022 respectively. Such contracts shall be subject to termination in accordance with their respective terms and may be renewed in accordance with the Articles of Association and the applicable Listing Rules.

Corporate Governance Report

Mr. TRAINOR-DEGIROLAMO Sheldon, the non-executive Director, signed a letter of appointment on May 10, 2019 and signed a deed of amendment on March 17, 2022 pursuant to which his term of service as a non-executive Director is for a term of three years commencing from March 17, 2022. Such letter of appointment and deed of amendment shall be subject to termination in accordance with their terms.

Each of Mr. CURWEN Peter D, Mr. TANG Kwai Chang (鄧貴彰) and Mr. CHAN Wing Yuen Hubert (陳永源), the independent non-executive Directors, accepted and signed a letter of continuation of appointment issued by the Company on November 4, 2022, with a term of three years commencing from November 4, 2022. Each such letter of continuation of appointment shall be subject to termination in accordance with its terms.

Save as disclosed above, none of the Directors has a service contract with the Group which is not determinable by the Group within one year without the payment of compensation (other than statutory compensation).

The Directors are subject to retirement by rotation and re-election at each annual general meeting of the Company in accordance with article 84 of the Articles of Association. Directors appointed as an addition to the Board or to fill a casual vacancy on the Board will be subject to re-election by the Shareholders at the next following annual general meeting of the Company after the appointment. Also, when an independent non-executive Director proposed for re-election has served the Company for more than nine years, his or her re-election will be subject to a separate resolution to be approved at the AGM.

Procedures for the appointment, re-election and removal of Directors are set out in the Articles of Association. The Nomination Committee is responsible for reviewing the composition of the Board of Directors and making recommendations to the Board of Directors on the appointment, re-election and succession plans of the Directors.

Board Meetings

The Company holds Board meetings regularly for at least four times a year at approximately quarterly intervals. Notices of not less than 14 days are given for all regular Board meetings to provide all Directors with an opportunity to attend and include matters in the agenda for a regular meeting.

For other Board meetings and Board Committee meetings, not less than 48 hours' notice is generally given. The agenda and accompanying meeting papers are generally dispatched to the Directors or Board Committee members at least three days before the meetings to ensure that they have sufficient time to review the papers and be adequately prepared for the meetings. When Directors or Board Committee members are unable to attend a meeting, they will be advised of the matters to be discussed and given an opportunity to make their views known to the chairman prior to the meeting. The joint company secretaries of the Company should keep a record of the meeting and provide a copy of the meeting record to all Directors for their reference and record.

Minutes of the Board meetings and Board Committee meetings have recorded in sufficient detail the matters considered by the Board and the Board Committees and the decisions reached, including any concerns raised by the Directors. Draft minutes of each Board meeting and Board Committee meeting are sent to the Directors for comments within a reasonable time after the date on which the meeting is held. The minutes of the Board meetings are open for inspection by Directors.

During the Reporting Period, the Board held 6 Board meetings and 2 general meetings. Details of the Directors' attendance in Board meetings and general meetings are set out in the following table:

Directors	Board meetings attended/held	General meetings attended/held
Mr. LU Sung-Ching (盧松青)	4/6	1/2
Mr. LU Pochin Christopher (盧伯卿)	6/6	2/2
Mr. PIPKIN Chester John	6/6	1/2
Mr. TRAINOR-DEGIROLAMO Sheldon	6/6	2/2
Mr. CURWEN Peter D	6/6	1/2
Mr. TANG Kwai Chang (鄧貴彰)	6/6	2/2
Mr. CHAN Wing Yuen Hubert (陳永源)	6/6	2/2

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its code of conduct for securities transactions by the Directors. After making specific enquiries to all Directors, they have confirmed that they have fully complied with the requirements set out in the Model Code during the Reporting Period.

BOARD AUTHORIZATION

The Board reserves the right to make decisions on all substantial affairs of the Company, including: to approve and oversee all policies and matters, overall strategy and budgeting, internal control and risk management systems, substantial transactions (particularly those involving potential conflicts of interests), financial data, appointment of Directors and other major financial and operational issues. The Directors may, at the Company's expense, seek independent professional advice when performing their duties. They are also encouraged to independently consult with the senior management of the Company.

The day-to-day management, administration and operation of the Group are delegated to senior management. The Board regularly reviews the functions and responsibilities delegated. The management needs to obtain the approval of the Board prior to entering into any substantial transaction.

CORPORATE GOVERNANCE FUNCTIONS

The Board confirms that corporate governance should be a joint responsibility of the Directors and their corporate governance functions include:

- (a) to review and monitor the Company's policies and practices with respect to compliance with legal and regulatory requirements;
- (b) to review and monitor the training and continuous professional development of Directors and senior management of the Company;
- (c) to develop, review and monitor the code of conduct and compliance manual applicable to employees and Directors of the Company;
- (d) to develop and review the Company's policies and practices on corporate governance, and to recommend their opinions and report related affairs to the Board;
- (e) to review the Company's compliance with the Corporate Governance Code and disclosure in the Corporate Governance Report; and
- (f) to review and monitor the Company's compliance with the Company's reporting policies.

BOARD COMMITTEES

Audit Committee

The Audit Committee is composed of three members, namely Mr. TANG Kwai Chang (鄧貴彰) (Chairman), Mr. CURWEN Peter D and Mr. CHAN Wing Yuen Hubert (陳永源), all of whom are independent non-executive Directors.

The main duties of the Audit Committee are as follows:

1. be primarily responsible for making recommendations to the Board on the appointment, re-appointment and removal of the external auditor, approving the remuneration and terms of engagement of the external auditor, and any questions of its resignation or dismissal;
2. review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards, and discuss with the auditor the nature and scope of the audit and reporting obligations before the audit commences;

3. develop and implement policy on engaging an external auditor to supply non-audit services. For this purpose, “external auditor” includes any entity that is under common control, ownership or management with the audit firm or any entity that a reasonable and informed third party knowing all relevant information would reasonably conclude to be part of the audit firm nationally or internationally. The Audit Committee should report to the Board, identifying and making recommendations on any matters where action or improvement is needed;
4. where the Board disagrees with the Audit Committee’s view on the selection, appointment, resignation or dismissal of the external auditors, the Company should include in the Corporate Governance Report a statement from the Audit Committee explaining its recommendation and also the reason(s) why the Board has taken a different view;
5. monitor the integrity of the Company’s financial statements and annual report and accounts, half-year report and, if prepared for publication, quarterly reports, and review significant financial reporting judgments contained in them. In reviewing these reports before submission to the Board, the Audit Committee should focus particularly on:
 - (i) any changes in accounting policies and practices;
 - (ii) major judgmental areas;
 - (iii) significant adjustments resulting from audit;
 - (iv) the going concern assumptions and any qualifications;
 - (v) compliance with accounting standards; and
 - (vi) compliance with the Listing Rules and legal requirements in relation to financial reporting.
6. regarding (5) above:
 - (i) members of the Audit Committee should liaise with the Board and senior management and the Audit Committee must meet, at least twice a year, with the Company’s auditors; and
 - (ii) the Audit Committee should consider any significant or unusual items that are, or may need to be, reflected in the report and accounts; it should give due consideration to any matters that have been raised by the Company’s staff responsible for the accounting and financial reporting function, compliance officer or auditors.
7. review the systems on financial controls of the Company, and unless expressly addressed by a separate Board risk committee, or by the Board itself, review the Company’s risk management and internal control systems;

Corporate Governance Report

8. discuss the risk management and internal control systems with management to ensure that management has performed its duty to have effective systems. This discussion should include the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting and financial reporting function;
9. consider major investigation findings on risk management and internal control matters as delegated by the Board or on its own initiative and management's response to these findings;
10. where an internal audit function exists, ensure co-ordination between the internal and external auditors, and ensure that the internal audit function is adequately resourced and has appropriate standing within the Company, and review and monitor its effectiveness;
11. review the financial and accounting policies and practices of the Company and its subsidiaries;
12. review the external auditor's management letter, any material queries raised by the auditor to management about accounting records, financial accounts or systems of control and management's response;
13. ensure that the Board will provide a timely response to the issues raised in the external auditor's management letter;
14. review arrangements employees of the Company can use, in confidence, to raise concerns about possible improprieties in financial reporting, internal control or other matters. The Audit Committee should ensure that proper arrangements are in place for fair and independent investigation of these matters and for appropriate follow-up action;
15. act as the key representative body for overseeing the Company's relations with the external auditor;
16. report to the Board on the matters set out herein;
17. establish a whistleblowing policy and system for employees and those who deal with the Company to raise concerns, in confidence, with the Audit Committee about possible improprieties in any matter related to the Company; and
18. consider other topics, as defined by the Board.

The written terms of reference of the Audit Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Audit Committee held 4 meetings to discuss and consider the following:

- Review of the annual results of the Company and its subsidiaries for the year ended December 31, 2021;
- Review of the Company's certain financial information for the three months ended March 31, 2022 and for the nine months ended September 30, 2022;
- Review of the interim results of the Company and its subsidiaries for the six months ended June 30, 2022;
- Consideration of the renewal of certain framework agreements for continuing connected transactions with Hon Hai and the setting of annual caps for transactions contemplated under the said framework agreements;
- Consideration of the adoption of whistleblowing policy of the Company; and
- Review of the financial reporting systems, compliance procedures, internal control, risk management systems and procedures, continuing connected transactions and the re-appointment of external auditors. The Board did not deviate from any recommendation made by the Audit Committee on the selection, appointment, resignation or dismissal of the external auditors.

The attendance of each member of the Audit Committee at Audit Committee meetings is set out in the following table:

Name	Audit Committee meetings attended/held
Mr. TANG Kwai Chang (鄧貴彰)	4/4
Mr. CURWEN Peter D	4/4
Mr. CHAN Wing Yuen Hubert (陳永源)	4/4

Nomination Committee

The Nomination Committee is composed of three members, namely, one executive Director, Mr. LU Sung-Ching (盧松青) (Chairman) and two independent non-executive Directors, Mr. CHAN Wing Yuen Hubert (陳永源) and Mr. CURWEN Peter D.

The main duties of the Nomination Committee are as follows:

1. review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

Corporate Governance Report

2. formulate a policy for the selection and nomination of Directors and the procedures for the sourcing of suitably qualified Directors for consideration of the Board and implement such plan and procedures approved;
3. identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships;
4. ensure sufficient biographical details of nominated candidates are provided to the Board and Shareholders to enable them to make a decision regarding the selection of Board members;
5. assess the independence of independent non-executive Directors;
6. make recommendations to the Board on the appointment or re-appointment of Directors and succession planning for Directors, in particular the chairman and the chief executive; and
7. conform to and abide by any requirements, direction and regulations that may be prescribed by the Board or contained in the constitutional documents of the Company or imposed by the Listing Rules or applicable laws.

The Nomination Committee assesses candidates or incumbents on the basis of integrity, experience, skills and time and effort devoted to the performance of their duties. The recommendations of the Nomination Committee will then be submitted to the Board for decision. The written terms of reference of the Nomination Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Nomination Committee held 1 meeting to discuss and consider the following:

- Review of the structure, size and composition of the Board;
- Review of the board diversity policy and upcoming plan of the Company;
- Review of the independence of the independent non-executive Directors and the mechanisms of the Company to ensure the availability of independent views and inputs to the Board;
- Consideration of the re-designation of an independent non-executive Director as a non-executive Director and change of composition of the Nomination Committee and the Environmental, Social and Governance Committee; and
- Consideration of the re-election of the retiring Directors.

The attendance of each member of the Nomination Committee at Nomination Committee meeting is set out in the following table:

Name	Nomination Committee meeting attended/held
Mr. LU Sung-Ching (盧松青)	0/1
Mr. TRAINOR-DEGIROLAMO Sheldon ¹	1/1
Mr. CURWEN Peter D	1/1
Mr. CHAN Wing Yuen Hubert (陳永源) ¹	–

Note:

- As a result of the re-designation of Mr. TRAINOR-DEGIROLAMO Sheldon as a non-executive Director on March 17, 2022 and in order to comply with Rule 3.27A of the Listing Rules (which requires a majority of Nomination Committee members to be independent non-executive Directors), with effect from March 17, 2022, Mr. TRAINOR-DEGIROLAMO Sheldon was replaced by Mr. CHAN Wing Yuen Hubert as a member of the Nomination Committee.

The Nomination Committee also reviewed and considered that the following key features or mechanisms under the Company's governance structure are effective in ensuring that independent views and inputs are provided to the Board:

- In assessing the suitability of Director candidates, the Nomination Committee will review their profiles, including their qualification and time commitment, having regard to the Board's composition, the Directors' skill matrix, the list of selection criteria approved by the Board, the director nomination policy and the board diversity policy.
- Independent non-executive Directors receive fixed fee(s) for their roles as members of the Board and Board Committee(s) as appropriate.
- The Nomination Committee reviews annually each Director's time commitment to the Company's business. Directors' attendance records in 2022 are disclosed in the Corporate Governance Report contained in this Annual Report.
- Independent non-executive Directors' independence is assessed upon appointment, annually, and at any other time where the circumstances warrant reconsideration.
- The Company provides guidance to Directors on avoiding conflicts of interest and on the circumstances under which appropriate action(s) shall be taken by a Director in conflict.
- To facilitate proper discharge of their duties, all Directors are entitled to seek advice from the Company's joint company secretaries or the in-house legal team as well as from independent professional advisers at the Company's expense.

Corporate Governance Report

The Company has adopted a director nomination policy, pursuant to which in evaluating and selecting any candidate for directorship, the following criteria should be considered:

- Character and integrity.
- Qualifications including professional qualifications, skills, knowledge and experience and diversity aspects under the board diversity policy of the Company that are relevant to the Company's business and corporate strategy.
- Any measurable objectives adopted for achieving diversity on the Board.
- Requirement for the Board to have independent non-executive Directors in accordance with the Listing Rules and whether the candidate would be considered independent with reference to the independence guidelines set out in the Listing Rules.
- Any potential contributions the candidate can bring to the Company and/or the Board in terms of qualification, skill, experience, independence, gender and race diversity.
- Willingness and ability to devote adequate time to discharge duties as a member of the Board and/or Board Committee(s).
- Such other perspectives that are appropriate to the Company's business and succession plan and where applicable, may be adopted and/or amended by the Board and/or the Nomination Committee from time to time for the nomination of Directors and succession planning.

As regards selection and appointment of a new Director:

- The Nomination Committee and/or the Board should, upon receipt of a proposal on the appointment of a new Director and the biographical information (or relevant details) of the candidate, evaluate such candidate based on the criteria as set out above to determine whether such candidate is qualified for directorship.
- If the process yields more than one desirable candidate, the Nomination Committee and/or the Board should rank them by order of preference based on the needs of the Company and the reference check of each candidate (where applicable).
- The Nomination Committee should then recommend the Board to appoint the most appropriate candidate for directorship, as applicable.
- For any person that is nominated by a Shareholder for election as a Director at a general meeting of the Company, the Nomination Committee and/or the Board should evaluate such candidate based on the criteria as set out above to determine whether such candidate is qualified for directorship.

- Where appropriate, the Nomination Committee and/or the Board should make recommendations to Shareholders with respect to the proposed election of Directors at a general meeting.

As regards re-election of Directors at a general meeting:

- The Nomination Committee and/or the Board should review the overall contribution and service to the Company of each Director and his/her level of participation and performance on the Board.
- The Nomination Committee and/or the Board should also review and determine whether the Director continues to meet the criteria as set out above.
- The Nomination Committee and/or the Board should then make recommendations to Shareholders in respect of the proposed re-election or replacement of Directors at a general meeting.

Where the Board proposes a resolution to elect or re-elect a candidate as a Director at a general meeting, the relevant information of the candidate will be disclosed in the circular to Shareholders and/or the explanatory statement that accompanies the notice of the relevant general meeting in accordance with the Listing Rules and/or applicable laws and regulations.

Board Diversity Policy

The Company believes that board diversity will have substantial benefit in improving its performance. Therefore, the Company has adopted a board diversity policy to ensure that the diversity of Board members be considered from a number of perspectives. All Board appointments will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board. A summary of the board diversity policy is set out below:

The Board continuously seeks to enhance its effectiveness and to maintain the highest standards of corporate governance and recognizes diversity at the Board level as an essential element in maintaining competitive advantage and sustainable development.

In designing the Board's composition, Board diversity is considered from a number of perspectives, including but not limited to gender, age, ethnicity, cultural and educational background, regional and industry experience, technical and professional skill and/or qualification, knowledge, length of service and time to be devoted as a Director. The Company will also take into account factors relating to its own business model and specific needs from time to time. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

The Board strives to ensure that it has the appropriate balance of skills, experience and diversity of perspectives that are required to support the execution of its business strategies in order for the Board to be effective. The Board will take the opportunity to achieve Board diversity when selecting and making recommendation on suitable candidates for Board appointments.

Corporate Governance Report

The Board plans to appoint at least one female Director by December 31, 2024. The Company values gender diversity and will continue to take steps to promote gender diversity at all levels of the Company, in particular at the Board level. In addition, the Company is committed to providing career development and training opportunities for its staff who it considers to have the suitable experience, skills and knowledge with an aim to promote them to senior management or Directors. The Company will also ensure that there is gender diversity in staff recruitment at mid to senior levels so as to develop a pipeline of potential successors to the Board.

The gender ratios in the Company's workforce as of December 31, 2022 are as follows:

	Male (%)	Female (%)
Overall male to female ratio:	46	54
By rank		
• Directors	100	0
• Senior management	100	0
• Officers and others	46	54

Remuneration Committee

The Remuneration Committee is composed of three members, namely two independent non-executive Directors, Mr. CHAN Wing Yuen Hubert (陳永源) (Chairman) and Mr. TANG Kwai Chang (鄧貴彰), and one non-executive Director, Mr. TRAINOR-DEGIROLAMO Sheldon.

The main duties of the Remuneration Committee are as follows:

1. make recommendations to the Board on the Company's policy and structure for all Directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy;
2. determine the policy for the remuneration of executive Directors, assess performance of executive Directors and approve the terms of executive Directors' service contracts;
3. review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives;
4. either: (i) determine, with delegated responsibility, the remuneration packages of individual executive Directors and senior management; or (ii) make recommendations to the Board on the remuneration packages of individual executive Directors and senior management. This should include benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment;
5. make recommendations to the Board on the remuneration of non-executive Directors;

6. consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the Group;
7. review and approve compensation payable to executive Directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive;
8. review and approve compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate;
9. ensure that no Director or any of his/her associates is involved in deciding his/her own remuneration;
10. review and/or approve matters relating to share schemes under Chapter 17 of the Listing Rules; and
11. consider other topics as defined or directed by the Board.

The written terms of reference of the Remuneration Committee are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, the Remuneration Committee held 2 meetings to discuss and consider the following:

- Assessment of the performance of the Directors and senior management;
- Review of the remuneration of the Directors;
- Review of the remuneration packages of proposed Directors, and revision or update to the remuneration packages and making recommendations to the Board; and
- Review of the remuneration policy and structure and making recommendations to the Board.

No such matters relating to share schemes under Chapter 17 of the Listing Rules were reviewed and/or approved by the Remuneration Committee during the Reporting Period. The attendance of each member of the Remuneration Committee at Remuneration Committee meetings is set out in the following table:

Name	Remuneration Committee meetings attended/held
Mr. CHAN Wing Yuen Hubert (陳永源)	2/2
Mr. TANG Kwai Chang (鄧貴彰)	2/2
Mr. TRAINOR-DEGIROLAMO Sheldon	2/2

Corporate Governance Report

Directors remuneration policy

The Company has formulated a directors remuneration policy in order to set out a formal and transparent procedure that provides compensation to Directors that is competitive and consistent with current market practices, and rewards Directors based on the Company's financial performance, execution of strategic goals and objectives, management of investor relations, and compliance with the Listing Rules and regulations. The directors remuneration policy is managed by the Remuneration Committee. The remuneration package for executive Directors comprises fixed and variable components whereas the remuneration package for non-executive Directors and independent non-executive Directors comprise fixed component only. The Remuneration Committee will endeavor to obtain up-to-date information of the prevailing pay structures in the market at least once per year to ensure that the compensation packages offered to the Directors remain appropriate and competitive.

Environmental, Social and Governance Committee

The Environmental, Social and Governance Committee is composed of three members, namely, one executive Director, Mr. PIPKIN Chester John, one non-executive Director, TRAINOR-DEGIROLAMO Sheldon and one independent non-executive Director, Mr. CURWEN Peter D (Chairman).

The main duties of the Environmental, Social and Governance Committee are as follows:

1. receive regular reports from the social & environmental responsibility committee (the "**SER Committee**");
2. monitor how the Company communicates with its stakeholders and ensure that there is an appropriate communications policy that effectively promotes the relationship between the Group and its stakeholders;
3. review the work of the SER Committee; and
4. review important ESG initiatives and suggest to the Board for approval, including but not limited to: (i) ESG-related risk assessment; (ii) material ESG-related risks and issues; (iii) strategic plan; (iv) policies; (v) ESG-related targets; (vi) annual ESG report; (vii) annual budget; and (viii) incident responses.

During the Reporting Period, the Environmental, Social and Governance Committee held 2 meetings to discuss and consider the following:

- Review of the environmental, social and governance report for the year ended December 31, 2021; and
- Review of the implementation of ESG activities conducted in 2022 and the materials about the environmental, social and governance-related work to be conducted in 2023.

The attendance of each member of the Environmental, Social and Governance Committee at Environmental, Social and Governance Committee meetings is set out in the following table:

Name	Environmental, Social and Governance Committee meetings attended/held
Mr. CHAN Wing Yuen Hubert (陳永源) ¹	1/1
Mr. PIPKIN Chester John	2/2
Mr. CURWEN Peter D	2/2
Mr. TRAINOR-DEGIROLAMO Sheldon ¹	1/1

Note:

- As a result of the re-designation of Mr. TRAINOR-DEGIROLAMO Sheldon as a non-executive Director on March 17, 2022 and in order to balance the composition of various Board Committees, with effect from March 17, 2022, Mr. CHAN Wing Yuen Hubert was replaced by Mr. TRAINOR-DEGIROLAMO Sheldon as a member of the Environmental, Social and Governance Committee.

Senior Management's Remuneration

For the year ended December 31, 2022, the remuneration by band of members of the senior management of the Company (whose biographies are set out on page 22 of this Annual Report) is set out below:

Remuneration band	Number of individuals
US\$300,001 – US\$600,000	2

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities for preparing the financial statements of the Company for the year ended December 31, 2022, to truly and fairly reflect the situation of the Company and the Group and the results and cash flows of the Group.

The management of the Company provides such explanation and information to the Board so as to enable the Board to make an informed assessment of the financial statements of the Company which are put to the Board for approval. The Company has provided monthly updates on the performance and prospects of the Company to all members of the Board.

The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Group's ability to continue as a going concern.

The auditor's responsibilities for the audit of the consolidated financial statements of the Group is set out in the Independent Auditor's Report on pages 73 to 78 of this Annual Report.

RISK MANAGEMENT

The risk management organizational structure of the Company consists of three levels: supervision level, operation level, and management level. The Board and the Audit Committee, which belong to the supervision level, are the highest decision-making bodies of the Company's risk management system, and the Board shall take ultimate responsibility for the sound and effective implementation of the Company's risk management systems and be responsible for reviewing their effectiveness. All departments of the Company are at the operation level and responsible for the execution of day-to-day risk management tasks. The management team of the Company is at the management level, and continuously monitors the scope and quality of risk management tasks. However, such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and only provide reasonable and not absolute assurance against material misstatement or loss.

The Internal Audit Department discusses with the management team every year to identify and evaluate potential risks regarding strategy, market, external environment and internal operation in the near future, and suggest remediation plans. Also, the Internal Audit Department tracks the status of the remediation plans proposed in the previous year and analyzes the risk trends in recent years. All the information mentioned above will be presented to the Audit Committee and the Directors for discussion and approval.

The Internal Audit Department has finished the 2022 risk management report and presented such report to the Audit Committee. The Board has also reviewed the effectiveness of the risk management system and considered that the Company's risk management and internal control systems to be effective and adequate.

INTERNAL AUDIT

The Company has established an Internal Audit Department, which deploys several full-time internal auditors based on the Company's scale and business operation, to perform internal audit activities independently and objectively. The Internal Audit Department assists the Board and the management team of the Company to examine and review the effectiveness of the design and implementation of the Company's internal control systems, as well as to measure the effectiveness and efficiency of the Company's operations. Accordingly, the Internal Audit Department provides timely improvement suggestions to ensure the continuous and effective implementation of internal controls, the suggestions of which also serve as a reference for review and amendment of the internal control systems.

To ensure effective utilization of resources and focus on high-risk issues, the Internal Audit Department drafts an annual audit plan based on the results of the annual risk assessment. The annual audit plan sets out the audit areas with schedule, and these will be performed after approval by the Audit Committee. The Internal Audit Department will audit the control mechanism of finance, operation, and compliance in the Company and its subsidiaries in China, the U.S., Vietnam, Singapore, Japan, etc. In addition, the Internal Audit Department will conduct project audits on specific issues according to the operation and business needs, and initiate fraud investigation after a tip-off is received.

The Internal Audit Department has completed the 2022 annual audit plan, attached relevant information, summarized the audit results in a report and presented it to the Audit Committee. The Board has reviewed the effectiveness of the internal control system. The Internal Audit Department has provided suggestions for the internal control deficiencies found in the audit and will keep track of improvements to ensure that the inspected departments take appropriate improvement measures.

PROCESSING AND PUBLISHING OF INSIDE INFORMATION

The Company has established a mechanism of inside information processing and publication. The company secretary and Legal Department are authorized to act as the responsible authority for insider information processing. After all the inside information has been reviewed by the company secretary and Legal Department, the Company judges whether it must be reviewed by the chairman of the Board and/or the Board. Matters which do not require the approval of the Board, would be disclosed after the company secretary's and the chairman of the Board's approvals. For matters subject to approval by the Board and/or general meeting of Shareholders, information would be disclosed after performing the corresponding review and approval in accordance with the Articles of Association, the Listing Rules and relevant rules of procedure.

AUDITOR'S REMUNERATION

The approximate remuneration of the auditors for their audit and non-audit services provided to the Company during the Reporting Period is set out in the following table:

Services rendered	Amount (US\$)
Audit services including interim review	1,300,000
Non-audit services – tax compliance and consulting services	200,906
Total	1,530,906

JOINT COMPANY SECRETARIES

Mr. WONG Kenneth Tak-Kin (黃德堅) is one of the joint company secretaries of the Company, who is responsible for advising the Board on corporate governance matters and ensuring the Company's compliance with the policies and procedures of the Board, applicable laws, rules and regulations.

To maintain good corporate governance and ensure compliance with the Listing Rules and the applicable laws of Hong Kong, the Company has also appointed Ms. NG Sau Mei (伍秀薇), a director of the Listing Services Department of TMF Hong Kong Limited (a supplier providing corporate secretarial services), to act as another joint company secretary of the Company and to provide assistance to Mr. Wong for the performance of his duties as a company secretary of the Company, and her main contact person in our Company is Mr. Wong.

During the year ended December 31, 2022, each of Mr. Wong and Ms. Ng has taken no less than 15 hours of relevant professional training in compliance with the requirements of Rule 3.29 of the Listing Rules.

DIVIDEND POLICY

The Company has adopted a dividend policy (the "Dividend Policy"). According to the Dividend Policy, in considering the declaration and payment of dividends, the Board shall take into account the following factors of the Group:

- financial results;
- cash flow situation;

- business conditions and strategies;
- future operations and earnings;
- capital requirements and expenditure plans;
- interests of the Shareholders;
- any restrictions on payment of dividends; and
- any other factors that the Board may consider relevant.

The payment of dividend is also subject to compliance with applicable laws and regulations including the laws of the Cayman Islands and the Articles of Association. The Board reviews the Dividend Policy from time to time and there can be no assurance that dividends will be paid in any particular amount for any given period.

COMMUNICATIONS WITH SHAREHOLDERS AND INVESTORS

The Company believes that effective communication with our Shareholders is essential for enhancing investor relations and investors' understanding of the Group's business performance and strategies. The Group also recognizes the importance of timely and non-selective disclosure of corporate information which enables Shareholders and investors to make properly informed investment decisions. The investor relations website is updated on a timely basis to ensure that investors are able to have access to the Company's information, latest news and reports.

To promote effective communication, the Company adopts the shareholders communication policy to establish mutual relationship and communication between the Company and the Shareholders, and maintains a website (<http://www.fit-foxconn.com>), where extensive information and updates on the Company's business development and operations, financial information, corporate governance practices and other information are available for public access. The Board maintains an on-going dialogue with the Shareholders and the investment community such that the Shareholders can exercise their rights in an informed manner, and they and the investment community can engage actively with the Group. Shareholders may communicate their views through the various channels as more particularly set out in the below section "Putting Forward Enquiries to the Board". The Board reviewed the Group's shareholder and investor engagement and communication activities conducted in 2022 and was satisfied with the implementation and effectiveness of the shareholders communication policy.

SHAREHOLDERS' RIGHTS

Separate resolutions are proposed at general meetings for substantially separate issues, including the election of Directors. Poll voting has been adopted for decision-making at general meetings. Details of poll voting procedures are included in the circular dispatched to Shareholders. The circular also includes relevant details of proposed resolutions and/or biographies of the Directors standing for election. The results of the voting are posted on the websites of the Company and the Stock Exchange in a timely manner after each general meeting.

CONVENING OF EXTRAORDINARY GENERAL MEETING ON REQUISITION OF SHAREHOLDERS

Pursuant to the Articles of Association, the Shareholders may put forward proposals for consideration at general meetings. Any one or more Shareholder(s) of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or any joint company secretary of the Company, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two months after the deposit of such requisition. If within 21 days of such deposit the Board fails to proceed to convene such meeting, the requisitionist(s) himself (themselves) may do so in accordance in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

For matters regarding the proposal for a person to stand for election as a Director, please refer to the relevant procedures on the website of the Company.

PUTTING FORWARD ENQUIRIES TO THE BOARD

For enquiries to the Board, Shareholders may contact the joint company secretaries of the Company at our place of business in Hong Kong at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong or by email to fit-ir@fit-foxconn.com. The Company will endeavor to respond to their queries in a timely manner. Shareholders may also make enquiries with the Directors at general meetings of the Company.

In addition, Shareholders can contact Computershare Hong Kong Investor Services Limited, the share registrar of the Company in Hong Kong, if they have any enquiries about their shareholdings and entitlements to dividend.

CHANGE IN CONSTITUTIONAL DOCUMENTS

The Company adopted the amended and restated Memorandum and Articles of Association on June 24, 2022. Save as disclosed herein, there were no other changes in the Memorandum and Articles of Association of the Company during the Reporting Period.

Independent Auditor's Report

To the Shareholders of FIT Hon Teng Limited

(incorporated in the Cayman Islands with limited liability under the name of Foxconn Interconnect Technology Limited and carrying on business in Hong Kong as "FIT Hon Teng Limited")

Opinion

What we have audited

The consolidated financial statements of FIT Hon Teng Limited (incorporated in the Cayman Islands with limited liability under the name of Foxconn Interconnect Technology Limited and carrying on business in Hong Kong as "FIT Hon Teng Limited") (the "Company") and its subsidiaries (the "Group"), which are set out on pages 79 to 209 comprise:

- the consolidated balance sheet as at December 31, 2022;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, which include significant accounting policies and other explanatory information.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at December 31, 2022, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Independent Auditor's Report

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in our audit is related to:

- Impairment assessment on goodwill arising from acquisition of Belkin International Inc. ("Belkin") and its subsidiaries.

Impairment assessment on goodwill arising from acquisition of Belkin International Inc. ("Belkin") and its subsidiaries

Refer to Notes 4.2 and 18 to the Group's consolidated financial statements.

The carrying amount of goodwill arising acquisition of Belkin was approximately USD380 million at December 31, 2022.

Goodwill is subject to impairment assessment annually. In carrying out the impairment assessment, significant judgements are required to estimate the recoverable amount, taking into consideration the future cash flows of Belkin based on the latest approved financial budget for the next five years and a number of other assumptions, including growth rate, gross margin and the discount rate, applied to the future cash flows.

Based on the results of the impairment assessment conducted, the Group determined that there is no impairment of goodwill. This judgement is based on recoverable amount, being the higher of the fair value less costs of disposal and value in use, exceeding the book carrying amount of Belkin, including goodwill and other operating assets.

Our procedures to evaluate the Group's impairment assessment of goodwill included:

- Obtaining an understanding of and evaluating the internal controls, and validating key controls in place on impairment assessment and assessing the inherent risk of material misstatement by considering the degree of estimation uncertainty and the judgement involved in determining assumptions to be applied;
- Comparing the historical accuracy of management's forecasts to actual results to assess the reliability of management's forecasts;
- Assessing the appropriateness of the valuation methodology used in determining the recoverable amount;
- Assessing the reasonableness of key assumptions, including growth rate, gross margin and the discount rate used in the estimation of recoverable amount based on our knowledge of the underlying business and industry and with the involvement of our valuation specialists;

Impairment assessment on goodwill arising from acquisition of Belkin International Inc. ("Belkin") and its subsidiaries (continued)

We focused on this area because the judgements and assumptions adopted in the impairment assessments are subject to high degree of uncertainty.

- Testing input data to supporting evidence, such as approved budget and available market data, on a sample basis;
- Performing sensitivity analyses on the key assumptions to which the recoverable amounts are the most sensitive; and
- Assessing the adequacy of the disclosures related to the impairment assessments in the context of IFRSs disclosure requirements.

Based on the above procedures we have performed, we found the assumptions adopted in relation to the impairment assessment to be supportable by the available evidence.

Other Information

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon. We have obtained some of the other information including management analysis and discussion prior to the date of this auditor's report. The remaining other information, including the financial highlights, chairman's statement, directors' report and the other sections to be included in the annual report, are expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Independent Auditor's Report

Other Information (continued)

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the remaining other information to be included in the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to Audit Committee and take appropriate action considering our legal rights and obligations.

Responsibilities of Directors and the Audit Committee for the Consolidated Financial Statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRSs and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The Audit Committee is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

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

Independent Auditor's Report

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

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

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

The engagement partner on the audit resulting in this independent auditor's report is Wong Kam Chin.

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, March 14, 2023

Consolidated Income Statement

For the year ended December 31, 2022

	Note	2022 USD'000	2021 USD'000
Revenue	6	4,530,603	4,490,215
Cost of sales	9	(3,762,768)	(3,817,209)
Gross profit		767,835	673,006
Distribution costs and selling expenses	9	(92,715)	(104,666)
Administrative expenses	9	(129,989)	(161,235)
Research and development expenses	9	(295,705)	(300,845)
Reversal of impairment losses on financial assets – net	3.2(b)	237	147
Other income	7	22,669	24,729
Other gains – net	8	35,052	45,532
Operating profit		307,384	176,668
Finance income	11	16,900	10,978
Finance costs	11	(30,570)	(12,719)
Finance cost – net	11	(13,670)	(1,741)
Share of results of associates	20	(25,655)	(7,600)
Impairment loss on interest in an associate	20	(20,107)	–
Profit before income tax		247,952	167,327
Income tax expense	12	(77,610)	(30,544)
Profit for the year		170,342	136,783
Profit/(loss) attributable to:			
Owners of the Company		169,619	137,625
Non-controlling interests		723	(842)
		170,342	136,783
Earnings per share for profit attributable to owners of the Company during the year (expressed in US cents per share)			
Basic earnings per share	13	2.42	2.04
Diluted earnings per share	13	2.40	1.99

The above consolidated income statement should be read in conjunction with the accompanying notes.

Consolidated Statement of Comprehensive Income

For the year ended December 31, 2022

	2022 USD'000	2021 USD'000
Profit for the year	170,342	136,783
Other comprehensive (loss)/income:		
<i>Items that may be reclassified subsequently to profit or loss</i>		
Exchange difference arising on the translation of foreign operations	(219,147)	27,120
Realization of currency translation difference upon disposals of subsidiaries (Note 36)	–	27
<i>Items that may not be reclassified subsequently to profit or loss</i>		
Fair value change in financial assets at fair value through other comprehensive income (Note 21)	(1,806)	5,566
Total other comprehensive (loss)/income for the year, net of tax	(220,953)	32,713
Total comprehensive (loss)/income for the year	(50,611)	169,496
Total comprehensive (loss)/income for the year attributable to:		
Owners of the Company	(51,190)	170,344
Non-controlling interests	579	(848)
	(50,611)	169,496

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

Consolidated Balance Sheet

As of December 31, 2022

	Note	2022 USD'000	2021 USD'000
ASSETS			
Non-current assets			
Property, plant and equipment	15	752,835	823,250
Investment property	16	7,465	–
Right-of-use assets	17	63,431	90,551
Intangible assets	18	601,350	633,930
Financial assets at fair value through other comprehensive income	21	26,873	28,590
Financial assets at fair value through profit or loss	22	46,573	44,863
Interests in associates	20	123,321	171,657
Deposits and prepayments	25	10,431	10,952
Finance lease receivables	26	19,880	35,932
Deferred income tax assets	23	131,028	133,055
Total non-current assets		1,783,187	1,972,780
Current assets			
Inventories	24	966,793	982,403
Trade receivables	25	720,004	1,032,829
Deposits, prepayments and other receivables	25	71,389	134,186
Finance lease receivables	26	15,438	15,882
Financial assets at fair value through profit or loss	22	562	1,124
Short-term bank deposits	27	65,829	98,013
Cash and cash equivalents	27	914,045	769,447
		2,754,060	3,033,884
Asset classified as held for sale	28	9,936	–
Total current assets		2,763,996	3,033,884
Total assets		4,547,183	5,006,664
EQUITY			
Equity attributable to owners of the Company			
Share capital	29	142,160	139,326
Treasury shares	33(c)	(91,759)	(92,512)
Reserves	30	2,294,946	2,347,756

Consolidated Balance Sheet

As of December 31, 2022

	Note	2022 USD'000	2021 USD'000
		2,345,347	2,394,570
Non-controlling interests		1,592	1,013
Total equity		2,346,939	2,395,583
LIABILITIES			
Non-current liabilities			
Bank borrowings	31	574,732	575,632
Lease liabilities	17	43,450	46,412
Deferred income tax liabilities	23	34,678	42,356
Deposits received and other payables	32	8,024	9,504
Total non-current liabilities		660,884	673,904
Current liabilities			
Trade and other payables	32	971,006	1,138,205
Contract liabilities	6	10,173	6,294
Lease liabilities	17	7,699	8,949
Bank borrowings	31	452,655	689,891
Current income tax liabilities		97,827	93,838
Total current liabilities		1,539,360	1,937,177
Total liabilities		2,200,244	2,611,081
Total equity and liabilities		4,547,183	5,006,664

The above consolidated balance sheet should be read in conjunction with the accompanying notes.

The consolidated financial statements on pages 79 to 209 were approved by the Board of Directors on March 14, 2023 and were signed on its behalf by:

Mr. Sung-ching Lu

Mr. Pochin Christopher Lu

Consolidated Statement of Changes in Equity

For the year ended December 31, 2022

	Note	Attributable to owners of the Company						Non-controlling interests	Total equity
		Share capital	Treasury shares	Share premium and capital reserve	Other reserves	Retained earnings	Sub-total		
		USD'000	USD'000	USD'000	USD'000	USD'000	USD'000	USD'000	
Balance as at January 1, 2022		139,326	(92,512)	599,662	180,722	1,567,372	2,394,570	1,013	2,395,583
Comprehensive income									
- Profit for the year		-	-	-	-	169,619	169,619	723	170,342
Other comprehensive loss									
- Exchange difference arising on the translation of foreign operations		-	-	-	(219,003)	-	(219,003)	(144)	(219,147)
- Fair value change in financial assets at fair value through other comprehensive income	21	-	-	-	(1,806)	-	(1,806)	-	(1,806)
Total comprehensive (loss)/income for the year		-	-	-	(220,809)	169,619	(51,190)	579	(50,611)
Transactions with owners									
- Allotment of shares under share grant plan		2,834	-	15,975	(18,809)	-	-	-	-
- Shares purchased for share award scheme	33(c)	-	(1,962)	-	-	-	(1,962)	-	(1,962)
- Shares vested under share award scheme	33(c)	-	2,715	-	-	-	2,715	-	2,715
- Senior management and employees' share grant scheme and share option scheme	33	-	-	-	1,214	-	1,214	-	1,214
- Appropriation of statutory reserves		-	-	-	2,948	(2,948)	-	-	-
Total transactions with owners, recognized directly in equity		2,834	753	15,975	(14,647)	(2,948)	1,967	-	1,967
Balance at December 31, 2022		142,160	(91,759)	615,637	(54,734)	1,734,043	2,345,347	1,592	2,346,939

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Changes in Equity

For the year ended December 31, 2022

	Note	Attributable to owners of the Company						Non-controlling interests	Total equity
		Share capital	Treasury shares	Share premium and capital reserve	Other reserves	Retained earnings	Sub-total		
		USD'000	USD'000	USD'000	USD'000	USD'000	USD'000	USD'000	
Balance as at January 1, 2021		134,623	(92,092)	556,274	152,133	1,436,934	2,187,872	2,504	2,190,376
Comprehensive income									
- Profit for the year		-	-	-	-	137,625	137,625	(842)	136,783
Other comprehensive income									
- Exchange difference arising on the translation of foreign operations		-	-	-	27,126	-	27,126	(6)	27,120
- Realization of currency translation difference upon disposals of subsidiaries	36	-	-	-	27	-	27	-	27
- Fair value change in financial assets at fair value through other comprehensive income	21	-	-	-	5,566	-	5,566	-	5,566
Total comprehensive income for the year		-	-	-	32,719	137,625	170,344	(848)	169,496
Transactions with owners									
- Issue of ordinary shares as consideration for a business combination	35(a)	3,433	-	32,626	-	-	36,059	-	36,059
- Acquisition of additional interests from non-controlling interest	30(a)	-	-	(4,021)	-	-	(4,021)	(1,979)	(6,000)
- Non-controlling interest arising on change in ownership interests in subsidiaries upon issuance of new shares	30(b)	-	-	1,500	-	-	1,500	73,500	75,000
- Exercise of share grant plan		1,269	-	14,778	(16,047)	-	-	-	-
- Exercise of share options		1	-	5	(2)	-	4	-	4
- Shares purchased for share award scheme	33(c)	-	(1,355)	-	-	-	(1,355)	-	(1,355)
- Shares granted under share award scheme	33(c)	-	935	-	-	-	935	-	935
- Senior management and employees' share grant scheme and share option scheme	33	-	-	-	3,232	-	3,232	-	3,232
- Appropriation of statutory reserves		-	-	-	8,687	(8,687)	-	-	-
Total transactions with owners, recognized directly in equity		4,703	(420)	44,888	(4,130)	(8,687)	36,354	71,521	107,875
Disposal of subsidiaries	36	-	-	(1,500)	-	1,500	-	(72,164)	(72,164)
Balance at December 31, 2021		139,326	(92,512)	599,662	180,722	1,567,372	2,394,570	1,013	2,395,583

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

Consolidated Statement of Cash Flows

For the year ended December 31, 2022

	Note	2022 USD'000	2021 USD'000
Cash flow from operating activities			
Cash generated from operations	34(a)	635,725	176,149
Income tax paid		(79,272)	(91,253)
Net cash generated from operating activities		556,453	84,896
Cash flow from investing activities			
Payment for the purchase of property, plant and equipment		(121,758)	(231,263)
Payment for the right-of-use assets		(1,767)	(1,570)
Payment for the purchase of intangible assets		(7,915)	(8,374)
Payments for acquisition of additional interest in a subsidiary	30(a)	–	(6,000)
Acquisition of interest in an associate	20	(7,350)	–
Investments in financial assets at fair value through other comprehensive income		(89)	–
Investments in financial assets at fair value through profit or loss		(1,564)	(23,202)
Proceeds from disposal of property, plant and equipment	34(b)	8,699	15,519
Proceeds from disposals of financial assets at fair value through profit or loss		–	24,000
Acquisition of subsidiary, net of cash acquired	35	–	2,068
Proceeds from disposal of subsidiaries, net of cash and cash equivalents disposed of	36	–	(45,289)
Proceeds from finance lease receivables		16,496	15,547
Decrease in short-term bank deposits		32,184	27,759
Interest received		16,900	10,978
Net cash used in investing activities		(66,164)	(219,827)
Cash flow from financing activities			
Proceeds from non-controlling interest	30(b)	–	75,000
Exercise of share options		–	4
Shares purchased for share award scheme		(1,962)	(1,355)
Proceeds from bank borrowings	34(c)	1,112,870	3,232,043
Repayment for bank borrowings	34(c)	(1,338,548)	(3,151,009)
Principal elements of lease payments	34(c)	(12,029)	(22,217)
Interest paid		(30,570)	(12,719)
Net cash (used in)/generated from financing activities		(270,239)	119,747

Consolidated Statement of Cash Flows

For the year ended December 31, 2022

	Note	2022 USD'000	2021 USD'000
Net increase/(decrease) in cash and cash equivalents		220,050	(15,184)
Cash and cash equivalents at beginning of the year		769,447	766,112
Exchange difference on cash and cash equivalents		(75,452)	18,519
Cash and cash equivalents at end of year	27	914,045	769,447

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

Notes to the Consolidated Financial Statements

1 General information

Foxconn Interconnect Technology Limited (the “Company”, carrying on business in Hong Kong as “FIT Hon Teng Limited”) was incorporated in the Cayman Islands as an exempted company with limited liability under the laws of the Cayman Islands.

The Group is principally engaged in manufacturing and sales of mobile and wireless devices, connectors applied in the communication, computer and automotive markets, and trading and distribution of mobile device related products.

The address of the Company’s registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The ultimate holding company of the Company is Hon Hai Precision Industry Co., Ltd. (“Hon Hai”) and the immediate holding company of the Company is Foxconn (Far East) Limited (“Foxconn HK”), a wholly owned subsidiary of Hon Hai.

The consolidated financial statements are presented in United States Dollar (“USD”) unless otherwise stated.

2 Summary of significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements to the extent they have not already been disclosed in the other notes. These policies have been consistently applied to all the years presented, unless otherwise stated. The consolidated financial statements are for the Group consisting of the Company and its subsidiaries.

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”), interpretations issued by the IFRS Interpretations Committee (“IFRS IC”) applicable to company’s reporting under IFRS and the disclosure requirements of the Hong Kong Companies Ordinance Cap. 622.

The consolidated financial statements have been prepared on a historical cost basis, except for financial assets at fair value through other comprehensive income (“FVOCI”) and financial assets at fair value through profit and loss (“FVPL”) that are measured at fair values.

The preparation of the consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in Note 4.

2 Summary of significant accounting policies (continued)

2.1 Basis of preparation (continued)

(a) Amended standards and accounting guideline adopted by the Group

The Group has applied the following amendments and revised guideline for the financial year beginning January 1, 2022 and are relevant to its operations.

Amendments to IAS 16	Property, plant and equipment: proceeds before intended use
Amendments to IAS 37	Onerous contracts – cost of fulfilling a contract
Amendments to IFRS 3	Reference to the conceptual framework
Amendments to IFRS 16	Covid-19-related rent concessions beyond 2021
Amendments to annual improvements project	Annual improvements 2018-2020 cycle
Accounting Guideline 5 (Revised)	Merger accounting for common control combinations

The amendment listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

2 Summary of significant accounting policies (continued)

2.1 Basis of preparation (continued)

- (b) **New standard, amendments and interpretation which are not yet effective for this financial period and have not been early adopted by the Group**

Certain new accounting standards, amendments to existing standards and interpretation have been published that are not mandatory for December 31, 2022 reporting periods and have not been early adopted by the Group. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

		Effective for annual periods beginning on or after
Amendments to IAS 1 and IFRS Practice Statement 2	Disclosure of accounting policies	1 January 2023
Amendments to IAS 8	Definition of accounting estimates	1 January 2023
Amendments to IAS 12	Deferred tax related to assets and liabilities arising from a single transaction	1 January 2023
IFRS 17	Insurance contracts	1 January 2023
IFRS 17	Amendments to IFRS 17	1 January 2023
IFRS 17	Initial application of IFRS 17 and IFRS 9 – comparative information	1 January 2023
Amendments to IAS 1	Classification of liabilities as current or non-current	1 January 2024
Amendments to IAS 1	Non-current liabilities with covenants	1 January 2024
Amendments to IFRS 16	Lease liability in a sale and leaseback	1 January 2024
HK-Interpretation 5 (Revised)	Hong Kong Interpretation 5 (Revised) – Presentation of financial statements – Classification by the borrower of a term loan that contains a repayment on demand clause (HK Int 5 (Revised))	1 January 2024
Amendments to IFRS 10 and IAS 28	Sale or contribution of assets between an investor and its associate or joint venture	To be determined

2 Summary of significant accounting policies (continued)

2.2 Principles of consolidation and equity accounting

2.2.1 Subsidiaries and consolidation

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Business combination

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognizes any non-controlling interests in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognized amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by IFRS.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognized in profit or loss.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

2 Summary of significant accounting policies (continued)

2.2 Principles of consolidation and equity accounting (continued)

2.2.1 Subsidiaries and consolidation (continued)

Business combination (continued)

The excess of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interests recognized and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in the consolidated income statement.

Intra-group transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

2.2.2 Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights and/or participate in the entities' operations decision making process. Investments in associates are accounted for using the equity method of accounting (see Note 2.2.3 below), after initially being recognized at cost.

2.2.3 Equity method

Under the equity method of accounting, interests in associates are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investees in profit or loss, and the Group's share of movements in other comprehensive income of the investees in other comprehensive income. Dividends received or receivable from associates are recognized as a reduction in the carrying amount.

Where the Group's share of losses equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interests in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

2 Summary of significant accounting policies (continued)

2.2 Principles of consolidation and equity accounting (continued)

2.2.3 Equity method (continued)

Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of interests in associates is tested for impairment in accordance with the policy described in Note 2.8.

2.2.4 Disposal of subsidiaries

The Group ceases to consolidate or equity account for an investment because of a loss of control, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognized in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

2.2.5 Separate financial information

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investments. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

2.3 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (the "CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as executive directors of the Group that makes strategic decisions.

2 Summary of significant accounting policies (continued)

2.4 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in USD which is the Company's functional and the Group's presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are generally recognized in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities classified as fair value through other comprehensive income are recognized in other comprehensive income.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that consolidated balance sheet;
- (ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (iii) all resulting exchange differences are recognized in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

2 Summary of significant accounting policies (continued)

2.4 Foreign currency translation (continued)

(d) Partial disposal of foreign operation

On the partial disposal of a foreign operation that involving loss of control over the subsidiaries, all of the currency translation differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

2.5 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation of property, plant and equipment is calculated using the straight-line method to allocate their costs to their residual values over their estimated useful lives, as follows:

Buildings	Shorter of 6 to 51 years or remaining lease term
Machinery and equipment	2 to 9 years
Furniture, fixtures and office equipment	2 to 6 years
Molds and molding equipment	1 to 6 years
Leasehold improvement	2 to 6 years

Construction in-progress represents property, plant and equipment under construction or pending installation and is stated at cost less accumulated impairment losses, if any. Cost includes the costs of construction and acquisition. No provision for depreciation is made on construction-in-progress until such time as the relevant assets are completed and are available for the intended use. When the assets concerned are available for use, the costs are transferred to property, plant and equipment and depreciated in accordance with the policy as stated above.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the consolidated balance sheet dates.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.8).

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized within 'Other gains – net' in the consolidated income statement.

2 Summary of significant accounting policies (continued)

2.6 Investment property

Investment properties, principally comprising land and buildings that are being constructed or developed, are held for long-term rental yields or for capital appreciation or both, and that are not occupied by the Group.

Investment properties are stated at historical cost less accumulated depreciation and impairment losses, if any. They are depreciated using the straight-line method over their estimated useful life of 35 years. Subsequent improvement costs are capitalized to the carrying amount only when it is probable that future economic benefits associated with the asset will flow to the Group and the cost can be measured reliably. All other repairs and maintenance costs are expensed in profit or loss during the financial period in which they are incurred.

Investment properties are derecognized either when they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from its disposal.

2.7 Intangible assets

(a) Computer software

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring the specific software into usage. Computer software is carried at cost less accumulated amortization and impairment, if any (Note 2.8). These costs are amortized over their estimated useful lives of 3 years.

(b) Trademarks, Trade names and licenses

Separately acquired trademarks, trade names and licenses are stated at historical cost. Trademarks, trade names and licenses acquired in a business combination are recognized at fair value at the acquisition date. Trademarks, trade names and licenses have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method to allocate the cost of trademarks, trade names and licenses over their estimated useful lives of 3 to 20 years.

(c) Technical knowhow

Technical knowhow, including developed technology, are stated at cost less accumulated amortization and any accumulated impairment losses. Developed technology acquired in a business combination are recognized at fair value at the date of acquisition. Amortization for technical knowhow with finite useful life is recognized on a straight-line basis over the estimated useful life of 4 to 10 years. The estimated useful life and amortization method are reviewed at the consolidated balance sheet date, with the effect of any changes in estimate being accounted for on a prospective basis.

2 Summary of significant accounting policies (continued)

2.7 Intangible assets (continued)

(d) Goodwill

Goodwill is measured as described in Notes 2.2.1 and 2.8. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortized but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

(e) Customer relationships

Customer relationships acquired in a business combination are recognized at fair value at the acquisition date. The customer relationships are carried at cost less accumulated amortization and impairment if any. Amortization is calculated using the straight-line method over the expected life of 12 years.

(f) Supplier relationships

Supplier relationships acquired in a business combination are recognized at fair value at the acquisition date. The supplier relations are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method over the expected useful lives of 5 years.

2.8 Impairment of non-financial assets

Goodwill are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the consolidated balance sheet date.

2 Summary of significant accounting policies (continued)

2.9 Investments and other financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value through (either through other comprehensive income ("OCI") or profit or loss), and
- those to be measured at amortized cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(b) Recognition and de-recognition

Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are recorded in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

2 Summary of significant accounting policies (continued)

2.9 Investments and other financial assets (continued)

(c) Measurement (continued)

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Group classifies its debt instruments:

- **Amortized cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Any gain or loss arising on de-recognition is recognized directly in profit or loss and presented in 'Other gains — net' together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement. Interest income from these financial assets is included in finance income using the effective interest method.
- **Fair value through profit or loss:** Derivatives and other debt instruments are initially recognized at fair value on the date a contract is entered into and are subsequently remeasured to their fair value at the end of consolidated balance sheet date. Changes in the fair value of any derivative and debt instruments that does not qualify for hedge accounting are recognized immediately in profit or loss and presented net in the consolidated income statement within "Other gains – net" in the year in which it arises.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the de-recognition of the investment. Dividends from such investments continue to be recognized in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVOCI are recognized in the consolidated statement of comprehensive income as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(d) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 3.2 details how the Group determines whether there has been a significant increase in credit risk.

2 Summary of significant accounting policies (continued)

2.9 Investments and other financial assets (continued)

(d) Impairment (continued)

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognized from initial recognition of the receivables, see Note 3.2 for further details.

2.10 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

As at December 31, 2022 and 2021, there are no financial instruments that have offsetting arrangements.

2.11 Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the weighted-average method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realizable value is the estimated selling price in the ordinary course of business, less applicable costs of completion and variable selling expenses.

2.12 Trade and other receivables

Trade receivables are amounts due from customers for products sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. See Note 2.9 (d) for a description of the Group's impairment policies.

2.13 Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

2 Summary of significant accounting policies (continued)

2.14 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.15 Treasury shares

Own equity instruments which are reacquired and held by the Company or the Group (treasury shares) are recognized directly in equity at cost. Equity instruments granted are directly debited to equity measured at fair value at the date of the grant with reference to the market. No gain or loss is recognized in the consolidated income statement on the purchase, sale, issue or cancellation of the Group's own equity instruments.

2.16 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within twelve months after the consolidated balance sheet date (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

2.17 Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fees are deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fees are capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the consolidated balance sheet date.

2 Summary of significant accounting policies (continued)

2.18 Borrowing costs

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in consolidated income statement in the year in which they are incurred.

2.19 Current and deferred income tax

The income tax expense is the tax payable on the current year's taxable income, based on the applicable income tax rate for each jurisdiction, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

2.19.1 Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the consolidated balance sheet date in the countries where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

2.19.2 Deferred income tax

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill, and the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the consolidated balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences and losses can be utilized.

Deferred tax liabilities and assets are not recognized for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

2 Summary of significant accounting policies (continued)

2.19 Current and deferred income tax (continued)

2.19.2 Deferred income tax (continued)

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

2.20 Employee benefits

2.20.1 Pension obligations

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. Employees of the Group are covered by various government-sponsored defined contribution pension plans under which the employees are entitled to a monthly pension based on certain formulas. The relevant government agencies are responsible for the pension liability to these retired employees. The Group contributes on a monthly basis to these pension plans. Under these plans, the Group has no obligation for post-retirement benefits beyond the contributions made. Contributions to these plans are expensed as incurred and contributions paid to the defined-contribution pension plans for a staff are not available to reduce the Group's future obligations to such defined-contribution pension plans even if the staff leave the Group.

The contributions are recognized as employee benefit expenses when they are due. Amounts not paid are shown in accruals as a liability in the consolidated balance sheet. The assets of the plans are held separately from the Group in independently administered funds.

2.20.2 Housing funds, medical insurances and other social insurances

The employees of the Group in the People's Republic of China (the "PRC") are entitled to participate in various government-supervised housing funds, medical insurance and other employee social insurance plan. The Group contributes on a monthly basis to these funds based on certain percentages of the salaries of the employees, subject to certain ceiling. The Group's liability in respect of these funds is limited to the contributions payable in each period, and recognized as employee benefit expense when they are due.

2 Summary of significant accounting policies (continued)

2.20 Employee benefits (continued)

2.20.3 Employee leaves entitlements

Employee entitlements to annual leave are recognized when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the consolidated balance sheet date.

Employee entitlements to sick leave and maternity leave are not recognized until the time of leave.

2.21 Equity-settled share-based payments

The Group operates a number of equity-settled share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments (shares or options) of the Group. The fair value of the employee services received in exchange for the grant of the shares and options is recognized as an expense. The total amount to be expensed is determined by reference to the fair value of the shares granted:

- including any market performance conditions (for example, an entity's share price);
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save or holding shares for a specified period of time).

At the consolidated balance sheet date, the Group revises its estimates of the number of shares and options that are expected to vest based on the non-marketing vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in the consolidated income statement, with a corresponding adjustment to equity.

In addition, in some circumstances, employees may provide services in advance of the grant date and therefore the grant date fair value is estimated for the purposes of recognising the expense during the period between service commencement period and grant date.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital and share premium.

When the shares are issued, the directly attributable transaction costs are credited to share capital and share premium.

2 Summary of significant accounting policies (continued)

2.22 Provisions and contingent liabilities

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognized because it is not probable that outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognized but is disclosed in the notes to the consolidated financial statements. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognized as a provision.

2.23 Government grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to costs are deferred and recognized in the consolidated income statement over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to property, plant and equipment are included in non-current liabilities as deferred government grants and are credited to the consolidated income statement on a straight-line basis over the expected lives of the related assets.

2 Summary of significant accounting policies (continued)

2.24 Revenue recognition

Revenue is measured at the fair value of the consideration received and receivable, and represents amounts receivable for goods supplied or service performed, stated net of value-added tax, sales incentives, rebates, returns and discounts. The Group recognizes revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities, as described below. The Group bases its estimates of returns on historical results, taking into consideration the type of customers, the type of transactions and the specifics of each arrangement.

Sales of goods

Revenue from the sale of goods directly to the customers is recognized at the point in time that the control of the goods has passed to the customers, which is primarily upon the acceptance of the products by the customers. Revenue from sale of goods is recognized, net of value-added tax, allowances for estimated returns, sales incentives, rebates, and discounts. The customers have full discretion over the goods, and there is no unfulfilled obligation that could affect the customers' acceptance of the goods.

The goods are always sold with retrospective sales incentives and discounts. Revenue from these sales are recognized based on the price specified in the contract, net of the estimated sales incentives and discounts. Accumulated experience is used to estimate the discount, using the expected value method, and revenue is only recognized to the extent that it is highly probable that a significant reversal will not occur. A refund liability (contra to the trade receivables) is recognized for expected discounts entitled to customers in relation to sales made until the consolidated balance sheet date. No element of financing is deemed present as the sales are made with a credit term of less than 180 days, which is consistent with market practice.

Sales of scrap materials

Revenue from sale of scrap materials arising from production are recognized at the point in time that the control of the scrap materials passed to the customers.

Sales of service

Service income is recognized when services are provided over time.

2.25 Interest income

Interest income is recognized on a time-proportion basis using the effective interest method.

2 Summary of significant accounting policies (continued)

2.26 Rental income from operating lease

Rental income from operating lease is recognized in the consolidated income statement on a straight-line basis over the term of the lease. The respective leased assets are included in the consolidated balance sheet based on their nature.

2.27 Leases

The Group as a lessee

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the fixed payments (including in-substance fixed payments), less any lease incentives receivable.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- (a) where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received;
- (b) uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing; and,
- (c) makes adjustments specific to the lease, e.g. term, country, currency and security.

2 Summary of significant accounting policies (continued)

2.27 Leases (continued)

The Group as a lessee (continued)

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- (a) the amount of the initial measurement of lease liability;
- (b) any lease payments made at or before the commencement date less any lease incentives received;
- (c) any initial direct costs; and
- (d) restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in consolidated income statement. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office furniture.

The Group as lessor

Amounts due from lessees under finance leases are recorded as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding of the leases.

Lease income from operating leases where the Group is a lessor is recognized as other income on a straight-line basis over the lease term.

2 Summary of significant accounting policies (continued)

2.28 Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

2.29 Research and development costs

Research expenditure is recognized as an expense as incurred. Costs incurred on development projects relating to design and testing of new or improved products are recognized as intangible assets when it is probable that the project will be a success, considering its commercial and technological feasibility, and costs can be measured reliably. Other development expenditures are recognized as an expense as incurred. Development costs previously recognized as an expense are not recognized as an asset in a subsequent period.

3 Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management policy focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance.

3 Financial risk management (continued)

3.1 Market risk

(a) Foreign exchange risk

The Group operates in several countries and is exposed to foreign exchange risk, primarily Renminbi (“RMB”), New Taiwan Dollar (“NTD”), Japanese Yen (“JPY”) and Vietnam Dong (“VND”). Certain cash and cash equivalents, short-term bank deposits, trade and other receivables, trade and other payables, bank borrowings and lease liabilities are denominated in foreign currencies, which expose the Group to foreign exchange risk. The Group purchased certain currency forward contracts to reduce the foreign exchange risk; however, those contracts are accounted for as financial assets at fair value through profit or loss with (losses)/gains recognized in profit or loss.

	2022 USD'000	2021 USD'000
Net profit (decrease)/increase		
NTD against USD		
– Strengthened 5%	(3,563)	(3,365)
– Weakened 5%	3,563	3,365
Net profit (decrease)/increase		
RMB against USD		
– Strengthened 5%	(3,454)	(3,078)
– Weakened 5%	3,454	3,078
Net profit increase/(decrease)		
JPY against USD		
– Strengthened 5%	463	259
– Weakened 5%	(463)	(259)
Net profit increase/(decrease)		
VND against USD		
– Strengthened 5%	1,283	794
– Weakened 5%	(1,283)	(794)

3 Financial risk management (continued)

3.1 Market risk (continued)

(b) Cash flow and fair value interest rate risk

Financial assets and liabilities mainly include cash and cash equivalents, short-term deposits, finance lease receivables and bank borrowings which expose the Group to cash flow and fair value interest rate risks.

The Group's borrowings and receivables are carried at amortized cost. The borrowings are periodically contractually repriced and to that extent are also exposed to the risk of future changes in market interest rates.

For the details of analysis by maturities, please refer to note 3.3(b).

As at December 31, 2022, if the interest rates on bank balances and bank borrowings had been 100 basis points higher/lower with all other variables held constant, the profit before tax for the year would have been approximately USD475,000 lower/higher (2021: approximately USD3,980,000 lower/higher), mainly as a result of higher/lower net interest expense on bank balances and bank borrowings.

(c) Price risk

The Group's exposure to equity securities price risk arises from equity instruments held by the Group and classified in the consolidated balance sheet as financial assets at FVPL and FVOCI. The Group maintains the equity investments for long-term strategic purposes.

The majority of the Group's investment as at year end date are not publicly traded. Management is of the opinion that the fair values of the equity instruments affected by changes in the market price of the underlying equity instruments are immaterial.

Sensitivity analysis is performed by management to assess the exposure of the Group's financial results to equity price risk of FVOCI at the end of each reporting period. If prices of the respective instruments held by the Group had been 5% (2021: 5%) higher/lower as at 31 December 2022, other comprehensive loss would have been approximately USD1,344,000 (2021: approximately USD1,430,000) higher/lower as a result of fair value change on financial instruments classified as at FVOCI.

3.2 Credit risk

The Group is exposed to credit risk in relation to its cash and cash equivalents, short-term bank deposits, trade receivables, deposits and other receivables, financial lease receivables, and financial assets at FVPL. The carrying amounts of these financial assets represent the Group's maximum exposure to credit risk.

3 Financial risk management (continued)

3.2 Credit risk (continued)

The Group has a credit policy in place and the exposures to these credit risks are monitored on an ongoing basis.

(a) Cash and cash equivalents and short-term bank deposits

(i) Risk management

Cash and bank deposits were deposited in banks rated by independently parties with high credit rating.

(ii) Impairment of cash and bank deposits

Cash and bank deposits are also subject to impairment requirement of IFRS 9. Management is of the view that the Group's cash and bank deposits are placed in those banks which are independently rated with a high credit rating. Management does not expect any material losses from non-performance by these banks as they have no default history in the past.

(b) Trade receivables

(i) Risk management

The Group assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by top management. The compliance with credit limits by customers is regularly monitored by management.

(ii) Impairment of trade receivables

The Group applies the simplified approach to provide for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. As the Group's historical credit loss experience indicates different loss patterns for different customer segments, the loss allowance is calculated based on days past due from various customer segments which are grouped with similar patterns (i.e. by geographic region and external credit grading).

The expected credit losses on trade receivables are estimated using a provision matrix based on the Group's historical credit loss experience, internal categorizations with reference to the credit ratings of individual debtors available from external credit rating agents and/or the debtors' credit history with the Group and ageing profile as at the end of reporting period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the Gross Domestic Product ("GDP") and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

Notes to the Consolidated Financial Statements

3 Financial risk management (continued)

3.2 Credit risk (continued)

(b) Trade receivables (continued)

(ii) Impairment of trade receivables (continued)

As at December 31, 2022 and 2021, the loss allowance for trade receivables was determined as follows, the expected credit losses below also incorporated forward looking information.

	Current	Overdue within 3 months past due	Overdue 4 – 6 months	Overdue 7 -12 months	Overdue over 1 year	Total
December 31, 2022						
Weighted average expected loss rate	0.07%	0.5%	0.9%	14.78%	78.79%	
Gross carrying amount – trade receivables (USD'000)	662,719	46,633	9,656	1,901	613	721,522
Loss allowance (USD'000)	434	233	87	281	483	1,518
December 31, 2021						
Weighted average expected loss rate	0.07%	0.65%	1.71%	49.77%	87.35%	
Gross carrying amount – trade receivables (USD'000)	978,479	51,766	3,279	641	419	1,034,584
Loss allowance (USD'000)	678	336	56	319	366	1,755

3 Financial risk management (continued)

3.2 Credit risk (continued)

(b) Trade receivables (continued)

(ii) Impairment of trade receivables (continued)

The loss allowance for trade receivables as at December 31, 2022 and 2021 reconcile to the opening loss allowances as follows:

	2022 USD'000	2021 USD'000
At beginning of the year	1,755	1,902
Reversal of loss allowance for impairment of trade receivables recognized in profit or loss during the year	(237)	(147)
At the end of the year	1,518	1,755

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

(c) Deposits, other receivables, amounts due from related parties (non-trade) and finance lease receivables (“Other Receivables”)

(i) Risk management

The Group has considered the probability of default upon initial recognition of assets and whether there has been significant increase in credit risk on an ongoing basis throughout each year. To assess whether there is a significant increase in credit risk, the Group considered the actual or expected significant adverse changes in business, financial economic conditions that are expected to cause a significant change to the third party’s ability to meet its obligations.

(ii) Impairment

Other Receivables are subject to impairment requirement of IFRS 9. The credit quality of the Other Receivables has been assessed with reference to historical information about the counterparties default rates and financial position of the counterparties. The management is of the opinion that the credit risk of Other Receivables is low due to the sound collection history and financial stability of the counterparties. Therefore, expected credit loss rate of the Other Receivables is assessed to be immaterial as of December 31, 2022 and 2021.

3 Financial risk management (continued)

3.2 Credit risk (continued)

(d) Financial assets at FVPL

The Group has investments in unlisted private funds and securities and currency forward contracts. The Group monitors the credit risks of its investments in unlisted private funds and securities through evaluation of financial and operational data provided by the investees. There are inherent risks in the reliability of information available to the Group that the Group could under-evaluated the credit risks of the underlying investments. The currency forward contracts were entered with banks with sound credit ratings and the Group did not consider there would be material exposure to credit risks.

As at December 31, 2022, the maximum exposure is the carrying amount of the investments in financial assets at FVPL, which are USD47,135,000 (2021: USD45,987,000).

3.3 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. At the consolidated balance sheet date, the Group held deposits at banks of USD914,045,000 (2021: USD769,447,000) that are expected to readily generate cash inflows for managing liquidity risk.

The Group monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet its operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities. The Group expects to fund the future cash flow needs through internally generated cash flows from operations, and borrowings from banks.

(a) Financing arrangements

The Group had the following bank borrowings at the consolidated balance sheet date:

	2022 USD'000	2021 USD'000
Expiring within one year	452,655	689,891
Expiring between one to five years	574,732	575,632
	1,027,387	1,265,523

3 Financial risk management (continued)

3.3 Liquidity risk (continued)

(b) Maturities of financial liabilities

The table below analyzes the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amounts disclosed in the table are the contractual undiscounted cash flows, including interest payments computed using contractual rates. Balances due within 12 months equal to their carrying balances as the impact of discounting is not significant.

	Less than 1 year USD'000	From 1 year to 2 years USD'000	From 2 years to 5 years USD'000	Over 5 years USD'000	Total contractual cash flows USD'000	Carrying amount USD'000
At December 31, 2022						
Trade and other payables (excluding employees benefits related payable and other taxes payable)	868,489	8,024	-	-	876,513	876,513
Lease liabilities	8,416	10,099	23,509	12,046	54,070	51,149
Bank borrowings	487,701	581,277	-	-	1,068,978	1,027,387
At December 31, 2021						
Trade and other payables (excluding employees benefits related payable and other taxes payable)	1,002,588	9,504	-	-	1,012,092	1,012,092
Lease liabilities	9,520	9,326	30,887	8,545	58,278	55,361
Bank borrowings	696,226	5,586	576,209	-	1,278,021	1,265,523

(c) Available banking facilities

As at December 31, 2022, the Group had undrawn banking facilities of approximately USD2,076,702,000 (2021: USD2,017,257,000). For details, see Note 31.

3 Financial risk management (continued)

3.4 Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns to shareholders and benefits for other stakeholders and to maintain an optimal capital structure to enhance shareholders' value in the long term.

The Group monitors capital by regularly reviewing the capital structure. As a part of this review, the directors of the Company consider the cost of capital and the risks associated with the issued share capital. The Group may adjust the amount of dividends paid to shareholders, return on capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on basis of the gearing ratio. This ratio is calculated as net debts divided by total capital. Net debts are calculated as total borrowings less cash and cash equivalents and short term bank deposits. Total capital is calculated as "equity" as shown in the consolidated balance sheet plus net debts.

The gearing ratios at December 31, 2022 and 2021 were as follows:

	2022 USD'000	2021 USD'000
Bank borrowings (Note 31)	1,027,387	1,265,523
Less: cash and cash equivalents and short-term bank deposits (Note 27)	(979,874)	(867,460)
Net debt	47,513	398,063
Total equity	2,346,939	2,395,583
Total capital	2,394,452	2,793,646
Gearing ratio	2.0%	14.2%

3 Financial risk management (continued)

3.5 Fair value estimation

The Group's financial assets at FVPL and FVOCI carries at fair value while the carrying amounts of the Group's cash and cash equivalents, short-term bank deposits, finance lease receivables, trade receivables, deposits, other receivables, amounts due from related parties (non-trade) and, trade and other payables (excluding employees benefits related payable and other taxes payable), lease liabilities and bank borrowings approximate their fair values due to their short maturities and/or bear interest rate at market. The nominal values less estimated credit adjustments for financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values.

The table below analyses the Group's financial instruments carried at fair values as at December 31, 2022 and 2021 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorized into three levels within a fair value hierarchy as follows:

- Quotes prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

	2022			Total USD'000
	Level 1 USD'000	Level 2 USD'000	Level 3 USD'000	
Financial assets				
Financial assets at fair value through profit or loss	–	562	46,573	47,135
Financial assets at fair value through other comprehensive income	214	–	26,659	26,873
	214	562	73,232	74,008

3 Financial risk management (continued)

3.5 Fair value estimation (continued)

	2021			Total USD'000
	Level 1 USD'000	Level 2 USD'000	Level 3 USD'000	
Financial assets				
Financial assets at fair value through profit or loss	–	1,124	44,863	45,987
Financial assets at fair value through other comprehensive income	206	–	28,384	28,590
	206	1,124	73,247	74,577

There were no transfers between level 1, 2 and 3 during the years.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required for evaluating the fair value of a financial instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. Specific valuation techniques used to value financial instruments mainly include:

- The use of quoted market prices for similar instruments;
- Other techniques, including discounted cash flow analysis, are used to determine fair value for financial instruments.

The Group has a team of personnel who monitor the valuation of the investments on these level 3 instruments for financial reporting purposes. The team would assess the fair value of each investments at least once semi-annually, which coincides with the Group's reporting dates. On an annual basis, the team would adopt various valuation techniques to determine the fair value of the Group's level 3 instruments with the assistance of external valuation experts.

3 Financial risk management (continued)

3.5 Fair value estimation (continued)

The level 3 instruments mainly include investments in unlisted companies classified as FVPL or FVOCI. As these investments and instruments are not traded in an active market, a majority of their fair values have been determined using applicable valuation techniques including comparable transactions approach and other option pricing approach. These valuation approaches require significant judgment, assumptions and inputs, including risk-free rates, expected volatility, relevant underlying financial projections, and market information of recent transactions (such as recent fund raising transactions undertaken by the investees) and other exposure, etc.

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements of other investments in unlisted preferred shares of private companies.

Description	Fair value at December 31		Significant unobservable inputs	Relationship of unobservable inputs to fair value
	2022	2021		
	USD'000	USD'000		
Unlisted private entities	39,158	38,201	Recent transaction	The higher the transaction prices, the higher the fair value
			Without recent transactions: expected volatility: 69.89%	The higher the expected volatility, the lower the fair value
Unlisted private fund investments	30,599	28,889	N/A as quantitative unobservable inputs are not developed by the Group	N/A
Others	3,475	6,157		
	73,232	73,247		

4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

4.1 Estimated useful lives and residual values of property, plant and equipment

The Group determines the estimated useful lives, residual values and related depreciation charges for the Group's property, plant and equipment. The estimate is based on the historical experience of the actual useful lives of property, plant and equipment of similar nature and functions. The Group will revise the depreciation charges where useful lives are different to that of previously estimated, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold. Actual economic lives may differ from estimated useful lives and actual residual values may differ from estimated residual values. Periodic review could result in a change in depreciable lives and residual values and therefore depreciation expense in future periods.

4.2 Estimations in goodwill impairment assessment

The Group tests annually whether goodwill has suffered any impairment. For the purposes of impairment reviews, the recoverable amount of the cash generating units is determined based on value in use calculations. The calculations primarily use cash flow forecast based on financial budgets and forecasts covering a period of five years approved by management.

There are a number of assumptions and estimates involved in the preparation of financial budget and forecasts. Key assumptions include the growth rates and discount rates to reflect the risks involved. Management prepares the financial budgets and forecasts reflecting actual and prior year performance and market development expectations. Judgement is required to determine key assumptions adopted in the cash flow forecast and changes to key assumptions could affect these cash flow forecast and therefore the results of the impairment reviews. For details, see Note 18.

4 Critical accounting estimates and judgements (continued)

4.3 Estimated useful lives of intangible assets excluding goodwill

The Group's intangible assets are mainly from businesses acquisitions completed in prior years. The Group estimates the useful life of the intangible assets based on the current contracted or expected usages periods, and the expected obsolescence of such assets. However, the actual useful life may be shorter or longer depending on technical innovations and competitor actions. The estimated economic useful lives reflect the Group's expectation of the period over which the Group will continue to receive economic benefit from the intangible assets. The economic useful lives are periodically reviewed taking into consideration such as changes in technology and markets. Any changes to economic lives might have a material impact to the Group's results and financial position.

4.4 Fair value measurement of financial assets at FVPL and FVOCI

The fair values of the financial assets at FVPL and FVOCI that are not traded in an active market are determined using valuation techniques. The Group determined the fair value of these unlisted investments by taking reference to statements provided by the respective fund managers, or adopting applicable valuation methodologies, assumptions and estimates, including, where applicable, valuations performed by independent external valuers. For details of the key assumptions used and the impact of changes to these assumptions see Note 3.5.

4.5 Current and deferred income taxes

The Group is subject to income taxes in a number of jurisdictions. Significant judgement is required in determining the provision for income taxes in each of these jurisdictions. There are transactions in the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the year in which such determination is made.

Deferred income tax assets relating to certain temporary differences and tax losses are recognized when management considers it is probable that future taxable profits will be available against which the temporary differences or tax losses can be utilized. When the expectation is different from the original estimate, such differences will impact the recognition of deferred income tax assets and taxation charges in the year in which such estimate is changed.

Deferred income tax liabilities have not been established for the withholding taxation that would be payable on the undistributed profits of certain subsidiaries in certain jurisdictions as the directors consider that the timing of the reversal of related temporary differences can be controlled and that is probable that the temporary differences will not reverse in the foreseeable future. For details, see Note 23.

4 Critical accounting estimates and judgements (continued)

4.6 Net realizable value of inventories

Net realizable value of inventories is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The estimates are based on the current market condition and the historical experience of manufacturing and selling products of similar nature. Impairment of inventories are recorded where events or changes in circumstances indicate that the balances may not be realized. The identification of impairment requires the use of judgement and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of inventories and provision for impairment of inventories in the year in which such estimate has been changed. Management reassesses these estimates at each consolidated balance sheet date.

4.7 Impairment of financial assets

For trade receivables (excluding non-financial assets), the Group applies the simplified approach to provide for expected credit losses as prescribed by IFRS 9, which requires the use of the lifetime expected loss allowance for all trade receivables (excluding non-financial assets). The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the consolidated balance sheet date. Management reassesses the provision at each consolidated balance sheet date.

5 Segment information

Operating segment is reported in the manner consistent with the internal reporting provided to the Chief Operating Decision Makers ("CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the executive directors that make strategic decisions. CODM assesses the performance of the operating segment based on revenue.

The Group was organized into two main operating segments namely (i) intermediate products and (ii) consumer products. Intermediate products relate to the manufacturing and sales of mobile and wireless devices, connectors applied in the communication, computer and automotive markets. The Group's intermediate products are mainly manufactured through its production complexes in the PRC and Vietnam. Consumer products refers to trading and distribution of mobile device related products. The Group's consumer products are mainly manufactured by its production complexes or other third party manufacturers in the PRC and Vietnam and distributed globally.

Accordingly, the Group presents the revenue and corresponding assets and liabilities for the segments, and does not allocate expenses of the other assets to the respective segments.

5 Segment information (continued)

Segment revenue and results

The following is an analysis of the Group's revenue by operating segment:

For the year ended December 31, 2022

	Intermediate products USD'000	Consumer products USD'000	Total USD'000
Revenue	4,041,146	672,041	4,713,187
Inter-segment revenue eliminations	(182,584)	–	(182,584)
Revenue from external customers	3,858,562	672,041	4,530,603
Gross profit			767,835
Unallocated:			
Operating expenses			(518,172)
Other income			22,669
Other gains – net			35,052
Finance cost – net			(13,670)
Share of results of associates			(25,655)
Impairment loss on interest in an associate			(20,107)
Profit before income tax			247,952

Notes to the Consolidated Financial Statements

5 Segment information (continued)

Segment revenue and results (continued)

For the year ended December 31, 2021

	Intermediate products USD'000	Consumer products USD'000	Total USD'000
Revenue	3,969,542	721,613	4,691,155
Inter-segment revenue eliminations	(200,940)	–	(200,940)
Revenue from external customers	3,768,602	721,613	4,490,215
Gross profit			673,006
Unallocated:			
Operating expenses			(566,599)
Other income			24,729
Other gains – net			45,532
Finance cost – net			(1,741)
Share of results of associates			(7,600)
Profit before income tax			167,327

The following is an analysis of the Group's revenue by product lines:

	2022 USD'000	2021 USD'000
Smartphones	1,261,047	1,306,718
Networking	753,854	879,468
Computing	819,708	803,167
EV mobility	152,814	138,894
System products	1,335,580	1,113,045
Others	207,600	248,923
	4,530,603	4,490,215

5 Segment information (continued)

Segment revenue and results (continued)

Revenue by geographical areas is as follows:

	2022 USD'000	2021 USD'000
United States of America (the "USA")	2,039,833	1,946,093
The PRC	901,332	946,825
Taiwan	508,192	566,888
Hong Kong	229,005	259,647
United Kingdom (the "UK")	205,069	217,432
Singapore	99,407	112,523
Malaysia	77,968	114,175
Others	469,797	326,632
	4,530,603	4,490,215

The analysis of revenue by geographical segment is based on the location of major operation of customers.

During the year ended December 31, 2022, there were two customers (2021: two customers) which individually contributed over 10% of the Group's total revenue. The revenue contributed from these customers are as follows:

	2022 USD'000	2021 USD'000
Customer A	1,800,194	1,373,942
Customer B	612,137	648,188

Customer A refers to a cluster of customers consisting of a brand company and its nominated contract manufacturers; Customer B is a group of related companies (Note 38).

The Group monitors the trade receivables, inventories, prepayments and other receivables, trade payables, contract liabilities and related tax exposure corresponding to intermediate products and consumer products to determine the respective marketing strategy and financing arrangement.

Notes to the Consolidated Financial Statements

5 Segment information (continued)

Segment revenue and results (continued)

Segment assets and liabilities

At December 31, 2022

	Intermediate products USD'000	Consumer products USD'000	Total USD'000
Assets			
Segment assets	1,591,572	903,485	2,495,057
Unallocated:			
Property, plant and equipment			752,835
Investment property			7,465
Right-of-use assets			63,431
Intangible assets			5,938
Financial assets at fair value through other comprehensive income			26,873
Financial assets at fair value through profit or loss			47,135
Interests in associates			123,321
Finance lease receivables			35,318
Short-term bank deposits			65,829
Cash and cash equivalents			914,045
Asset classified as held for sale			9,936
Total assets			4,547,183
Liabilities			
Segment liabilities	950,676	171,032	1,121,708
Unallocated:			
Bank borrowings			1,027,387
Lease liabilities			51,149
Total liabilities			2,200,244

5 Segment information (continued)

Segment revenue and results (continued)

Segment assets and liabilities (continued)

At December 31, 2021

	Intermediate products USD'000	Consumer products USD'000	Total USD'000
Assets			
Segment assets	1,970,771	925,775	2,896,546
Unallocated:			
Property, plant and equipment			823,250
Right-of-use assets			90,551
Intangible assets			30,809
Financial assets at fair value through other comprehensive income			28,590
Financial assets at fair value through profit or loss			45,987
Interests in associates			171,657
Finance lease receivables			51,814
Short-term bank deposits			98,013
Cash and cash equivalents			769,447
Total assets			5,006,664
Liabilities			
Segment liabilities	1,109,414	180,783	1,290,197
Unallocated:			
Bank borrowings			1,265,523
Lease liabilities			55,361
Total liabilities			2,611,081

5 Segment information (continued)

Segment revenue and results (continued)

The geographical analysis of the Group's non-current assets (other than intangible assets, financial assets at fair value through other comprehensive income, financial assets at fair value through profit or loss, interests in associates, finance lease receivables and deferred income tax assets) is as follows:

	2022 USD'000	2021 USD'000
The PRC	569,077	544,855
Vietnam	204,612	277,029
The USA	42,669	66,253
Taiwan	12,787	22,773
Singapore	1,251	7,445
Others	3,766	6,398
	834,162	924,753

6 Revenue

	2022 USD'000	2021 USD'000
Sales of goods	4,430,656	4,335,516
Provisions of services	8,330	3,808
Sales of scrap materials	91,617	150,891
	4,530,603	4,490,215

Sales of goods and scrap materials are recognized at point in time and provision of services is recognized over time.

The Group has recognized the following liabilities relating to contracts with customers as at December 31, 2022 and 2021:

	2022 USD'000	2021 USD'000
Contract liabilities – Sales of goods	10,173	6,294

The amounts of revenue recognized during the years ended December 31, 2022 and 2021 related to carried-forward contract liabilities are:

	2022 USD'000	2021 USD'000
Sales of goods	6,294	8,486

Notes to the Consolidated Financial Statements

7 Other income

	2022 USD'000	2021 USD'000
Rental income from properties	4,966	5,923
Government grant income	5,689	13,273
Other compensation (Note (i)(ii))	6,604	3,945
Utility income	1,557	–
Others	3,853	1,588
	22,669	24,729

Notes:

- (i) During the year ended December 31, 2022, the compensation income represented the compensation from insurance company for the loss from the flood in Zhengzhou in year 2021.
- (ii) During the year ended December 31, 2021, the compensation income represented the penalty payment received from a customer for the termination of contracts.

8 Other gains – net

	2022 USD'000	2021 USD'000
Gain on disposal of unlisted convertible preferred shares	–	24,000
Fair value (losses)/gains on financial assets at fair value through profit or loss		
– currency forward contracts	(11,727)	12,775
– unlisted private fund investments	146	3,832
Gains on disposal of property, plant and equipment	1,106	1,207
Gains on disposal of subsidiaries (Note 36)	–	5,147
Gains on previously held interest in joint ventures (Note 35(b))	–	3,000
Net foreign exchange gains/(loss)	48,253	(4,142)
Others	(2,726)	(287)
	35,052	45,532

9 Expenses by nature

	2022 USD'000	2021 USD'000
Cost of inventories	2,680,309	2,640,354
Delivery expenses	59,167	92,105
Import and export expenses	28,343	36,114
Subcontracting expenses	26,445	67,775
Employee benefit expenses (Note 10)	784,019	816,050
Depreciation of property, plant and equipment (Note 15)	177,110	187,753
Depreciation of right-of-use assets (Note 17)	15,840	23,864
Moulding and consumables	211,269	217,720
Utilities	48,042	47,093
Professional expenses	36,234	53,655
Short-term and low-value lease expenses (Note 17(ii))	7,520	7,120
Repair and maintenance	14,194	21,206
Amortization of intangible assets (Note 18)	39,450	39,370
Auditor's remuneration	1,300	1,170
Others	151,935	132,606
Total cost of sales, distribution costs and selling expenses, administrative expenses and research and development expenses	4,281,177	4,383,955

10 Employee benefit expenses (including directors and senior management's emoluments)

	2022 USD'000	2021 USD'000
Salaries, wages and bonuses	653,873	688,835
Pension, housing fund, medical insurance and other social insurances	76,855	74,604
Share-based payment expenses (Note 33)	3,929	4,167
Staff welfare and other benefits	49,362	48,444
	784,019	816,050

10 Employee benefit expenses (including directors and senior management's emoluments) (continued)

(a) Directors and chief executive's emoluments

For the year ended December 31, 2022

	Director's fee USD'000	Salaries, wages and bonuses USD'000	Pension, housing fund, medical insurance and other social insurances USD'000	Share-based payment expenses USD'000	Total USD'000
<i>Executive Director</i>					
Lu, Sungching (Chief Executive Officer)	-	5,162	1	905	6,068
Lu, Pochin Christopher	-	4,220	-	1,125	5,345
Pipkin Chester John	-	75	19	-	94
<i>Non-Executive Director</i>					
Trainor-Degirolamo Sheldon	75	-	-	-	75
<i>Independent Non-Executive Director</i>					
Curwen Peter D	75	-	-	-	75
Tang, Kwai Chang	75	-	-	-	75
Chan, Wing Yuen Hubert	75	-	-	-	75
	300	9,457	20	2,030	11,807

10 Employee benefit expenses (including directors and senior management's emoluments) (continued)

(a) Directors and chief executive's emoluments (continued)

For the year ended December 31, 2021

	Director's fee USD'000	Salaries, wages and bonuses USD'000	Pension, housing fund, medical insurance and other social insurances USD'000	Share-based payment expenses USD'000	Total USD'000
<i>Executive Director</i>					
Lu, Sungching (Chief Executive Officer)	–	3,480	1	2,513	5,994
Lu, Pochin Christopher	–	2,000	–	894	2,894
Pipkin Chester John	–	127	23	–	150
<i>Non-Executive Director</i>					
Trainor-Degirolamo Sheldon	75	–	–	–	75
<i>Independent Non-Executive Director</i>					
Curwen Peter D	75	–	–	–	75
Tang, Kwai Chang	75	–	–	–	75
Chan, Wing Yuen Hubert	75	–	–	–	75
	300	5,607	24	3,407	9,338

The remuneration shown above represents remuneration received and receivable from the Group by these directors in their capacity as employees to the Group and/or in their capacity as directors of the Company. No directors waived or agreed to waive any emoluments during the year (2021: Nil).

10 Employee benefit expenses (including directors and senior management's emoluments) (continued)

(b) Directors' retirement benefits

Save as disclosed in note (a) above, no other retirement benefits were paid to or receivable by any directors in respect of their other services in connection with the management of the affairs of the Company or its subsidiaries undertaking during the year ended December 31, 2022 (2021: Nil).

(c) Directors' termination benefits

No payment was made to directors as compensation for early termination of the appointment during the year ended December 31, 2022 (2021: Nil).

(d) Consideration provided to third parties for making available directors' services

No payment was made to third parties for making available directors' services during the year ended December 31, 2022 (2021: Nil).

(e) Information about loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors

There are no loans, quasi-loans and other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors during the year ended December 31, 2022 (2021: Nil).

(f) Directors' material interests in transactions, arrangements or contracts

There are no significant transactions, arrangements and contracts in relation to the Company's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year ended December 31, 2022 (2021: Nil).

10 Employee benefit expenses (including directors and senior management's emoluments) (continued)

(g) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group include two directors for the year ended December 31, 2022 (2021: two), and their emoluments are reflected in the analysis shown in Note 10(a). The emoluments payable to the remaining three (2021: three) individuals during the year ended December 31, 2022 are as follows:

	2022 USD'000	2021 USD'000
Salaries, wages and bonuses	1,735	1,570
Pension, housing fund, medical insurance and other social insurances	71	97
	1,806	1,667

The emoluments fell within the following bands:

	2022	2021
Emoluments bands:		
USD400,001 to USD500,000	1	1
USD500,001 to USD600,000	1	1
USD600,001 to USD700,000	–	1
USD700,001 to USD800,000	–	–
USD800,001 to USD900,000	1	–
	3	3

During the year ended December 31, 2022, neither directors nor other members of the five highest paid individuals received any emoluments from the Group as an inducement to join, upon joining the Group, to leave the Group or as compensation for loss of office.

Notes to the Consolidated Financial Statements

11 Finance cost – net

	2022 USD'000	2021 USD'000
Finance income:		
– short-term bank deposits and cash equivalents	16,190	10,468
– Interest income from finance lease receivables	710	510
	16,900	10,978
Finance costs:		
– Interest paid for bank borrowings	(28,840)	(11,259)
– Interest paid for lease liabilities (Note 17(i))	(1,730)	(1,460)
	(30,570)	(12,719)
Finance cost – net	(13,670)	(1,741)

12 Income tax expense

The amounts of income tax expense charged to the consolidated income statement represent:

	2022 USD'000	2021 USD'000
Current income tax		
– for the current year	83,261	49,277
– for prior years (note (i))	–	7,307
Deferred income tax (Note 23)	(5,651)	(26,040)
Income tax expense	77,610	30,544
<i>Analysis of income tax expenses by jurisdictions:</i>		
The PRC	38,707	12,149
Taiwan	46,203	23,104
Vietnam	3,352	2,351
USA	(2,127)	(5,046)
Others	(8,525)	(2,014)
	77,610	30,544

Notes

(i) PRC corporate income tax

The corporate income tax ("CIT") is calculated based on the statutory profits of PRC subsidiaries in accordance with the PRC tax laws and regulations. The standard PRC CIT rate is 25% (2021: 25%).

During the year ended December 31, 2022, four PRC subsidiaries (2021: four PRC subsidiaries) were qualified for new/high-technology enterprises status and enjoyed preferential income tax rate of 15% (2021: 15%) during the year. One of the PRC subsidiaries was qualified for a preferential income tax rate of 15% under a Notice of the Ministry of Finance, The General Administration of Customs and the State Administration of Taxation on Taxation Policies for Deepening the Implementation of the Western Development Strategy during the year ended December 31, 2022 and 2021.

12 Income tax expense (continued)

Notes (continued)

(ii) Taiwan profit-seeking enterprise income tax

Taiwan profit-seeking enterprise income tax has been provided for at the rate of 20% (2021: 20%) on the estimated taxable profits during the year.

(iii) Vietnam corporate income tax

Vietnam corporate income tax is calculated at the rate of 10% on the taxable profits of the subsidiary in accordance with Vietnam Income Tax Act for the year ended December 31, 2022 (2021: 10%).

Pursuant to the initial Investment Registration Certificate dated 19 January 2016, and the Investment Registration Certificate dated 28 January 2019, a subsidiary incorporated in Vietnam is exempted from business income tax for two years from 2017 to 2018 and is entitled to 50% reduction in business income tax for four consecutive years from 2019 to 2022.

For the year ended December 31, 2022, the Company received tax incentives for supporting industries which certain profit is exempted from business income tax for two years from 2022 to 2024 and followed by 50% reduction in business income tax for nine years from 2024 to 2032.

(iv) USA corporate income tax

USA corporate income tax has been provided for at the statutory rate of 21% (2021: 21%) on the estimated taxable profits of the subsidiaries incorporated in the USA.

Effective from the year ended December 31, 2022, research and development expenses incurred, that belong to the Group's entities in the USA, on or after January 1, 2022 will be deferred and be amortized over 5 to 15 years to deduct against the respective taxable income.

The corporate income taxes imposed by the United States possessions and foreign countries are generally allowed as a foreign tax credit on the related foreign sourced income under Internal Revenue Code Section 901 of the USA. The foreign tax credit is limited to the USA corporate income tax on foreign-sourced income.

(v) Other foreign countries income tax

Taxes on profits in other foreign countries, including UK, Hong Kong and Australia, have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

12 Income tax expense (continued)

The tax on the Group's profit before income tax differs from the theoretical amount that could arise using the weighted average tax rates applicable to profits during the year is as follows:

	2022 USD'000	2021 USD'000
Profit before income tax	247,952	167,327
Tax calculated at domestic tax rate applicable to profits in the respective countries	77,124	23,571
Tax effect of:		
Expenses not deductible for tax purpose	607	535
Income not subject to income tax	(121)	(4,867)
Written off expired foreign tax credit	-	4,134
Utilization of previously unrecognized tax losses	-	(136)
Under-provision in prior years – net	-	7,307
	77,610	30,544

13 Earnings per share

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the Company's owners by the weighted average number of ordinary shares in issue, excluding treasury shares (Note 33(c)), during the years ended December 31, 2022 and 2021.

	2022	2021
Net profit attributable to the owners of the Company (USD'000)	169,619	137,625
Weighted average number of ordinary shares in issue (in thousands)	6,997,621	6,751,560
Basic earnings per share (US cents)	2.42	2.04

(b) Diluted earnings per share

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. As at December 31, 2022, there were two (2021: three) outstanding share-based compensation schemes and only the senior management share grant schemes had a dilutive effect to the earnings per share (2021: same).

	2022	2021
Net profit attributable to the owners of the Company (USD'000)	169,619	137,625
Weighted average number of ordinary shares in issue (in thousands)	6,997,621	6,751,560
Adjustments for:		
– impact of the senior management schemes (in thousands)	80,617	153,899
Weighted average number of ordinary shares for diluted earnings per share (in thousands)	7,078,238	6,905,459
Diluted earnings per share (US cents)	2.40	1.99

13 Earnings per share (continued)

(b) Diluted earnings per share (continued)

Dilutive potential ordinary shares include shares and options granted under senior management and employees' share grant schemes, share award and share option schemes as disclosed in Note 33.

During the years ended December 31, 2022 and 2021, the senior management share grant scheme has been included in the determination of diluted earnings per share to the extent to which they are dilutive. The number of shares calculated as above is compared with the number of shares that would have been outstanding assuming the completion of the share issue to the grantees.

The employees' restricted share scheme and share option scheme are not included in the calculation of diluted earnings per share because they are anti-dilutive for the year ended December 31, 2022 (2021: same). These two schemes could potentially dilute earnings per share in the future.

14 Dividends

No dividend in respect of the year ended December 31, 2022 (2021: Nil) has been declared as of the date of approval of these consolidated financial statements.

Notes to the Consolidated Financial Statements

15 Property, plant and equipment

	Buildings USD'000	Machinery and equipment USD'000	Furniture, fixtures and office equipment USD'000	Molds and molding equipment USD'000	Leasehold improvements USD'000	Construction in progress USD'000	Total USD'000
As at January 1, 2022							
Cost	552,363	779,572	357,663	346,973	35,029	127,430	2,199,030
Accumulated depreciation	(353,209)	(511,435)	(252,303)	(245,092)	(13,741)	-	(1,375,780)
Net book amount	199,154	268,137	105,360	101,881	21,288	127,430	823,250
Year ended December 31, 2022							
Opening net book amount	199,154	268,137	105,360	101,881	21,288	127,430	823,250
Transfers	-	31,182	(206)	(133)	-	(30,843)	-
Additions	3,109	48,458	59,496	2,543	654	14,483	128,743
Disposals	-	(4,841)	(1,240)	(453)	(101)	(958)	(7,593)
Depreciation	(32,040)	(81,018)	(39,184)	(23,165)	(1,703)	-	(177,110)
Currency translation difference	(1,092)	(4,075)	(2,144)	(4,218)	(2,699)	(227)	(14,455)
Closing net book amount	169,131	257,843	122,082	76,455	17,439	109,885	752,835
As at December 31, 2022							
Cost	555,282	806,055	393,996	349,744	25,011	109,885	2,239,973
Accumulated depreciation	(386,151)	(548,212)	(271,914)	(273,289)	(7,572)	-	(1,487,138)
Net book amount	169,131	257,843	122,082	76,455	17,439	109,885	752,835

15 Property, plant and equipment (continued)

	Buildings USD'000	Machinery and equipment USD'000	Furniture, fixtures and office equipment USD'000	Molds and molding equipment USD'000	Leasehold improvements USD'000	Construction in progress USD'000	Total USD'000
As at January 1, 2021							
Cost	544,180	742,082	309,400	319,746	28,401	130,138	2,073,947
Accumulated depreciation	(317,293)	(527,928)	(239,626)	(242,841)	(18,377)	–	(1,346,065)
Net book amount	226,887	214,154	69,774	76,905	10,024	130,138	727,882
Year ended December 31, 2021							
Opening net book amount	226,887	214,154	69,774	76,905	10,024	130,138	727,882
Transfers	–	37,893	42,894	30,208	1,636	(112,631)	–
Additions	9,385	37,999	43,221	29,176	13,218	106,149	238,248
Acquisition of subsidiaries (Note 35(a)(b))	–	37,093	1,672	–	–	–	38,765
Disposals	(1,644)	(3,259)	(5,310)	(2,748)	(1,351)	–	(14,312)
Disposal of subsidiaries (Note 36)	–	–	(489)	–	–	–	(489)
Depreciation	(39,802)	(61,167)	(49,888)	(34,822)	(2,074)	–	(187,753)
Currency translation difference	4,328	5,424	3,486	3,162	735	3,774	20,909
Closing net book amount	199,154	268,137	105,360	101,881	21,288	127,430	823,250
As at December 31, 2021							
Cost	552,363	779,572	357,663	346,973	35,029	127,430	2,199,030
Accumulated depreciation	(353,209)	(511,435)	(252,303)	(245,092)	(13,741)	–	(1,375,780)
Net book amount	199,154	268,137	105,360	101,881	21,288	127,430	823,250

Notes to the Consolidated Financial Statements

15 Property, plant and equipment (continued)

Depreciation of property, plant and equipment has been charged to the consolidated income statement (Note 9) as follows:

	2022 USD'000	2021 USD'000
Cost of sales	153,696	162,121
Distribution costs and selling expenses	464	489
Administrative expenses	10,616	11,198
Research and development expenses	12,334	13,945
	177,110	187,753

16 Investment property

	Year ended December 31, 2022 USD'000
Net book value	
Opening net book value	–
Transfer from right-of-use assets (Note)	7,465
Closing net book value	7,465

Note:

During the year ended December 31, 2022, right-of-use asset of approximately USD7,465,000 relating to land-use-right in the PRC was reclassified to investment property as the Group will dispose the asset to a related company, upon fulfilment of certain conditions (Note 17).

As at December 31, 2022, the fair value of the investment property was approximately USD59,877,000. The fair value of investment property was under a level 3 fair value measurement and was measured by direct comparison method using income capitalization approach.

17 Right-of-use assets

The Group has lease contracts for land and buildings and various items of motor vehicles, machinery and equipment used in its operations. The movements during the year are set out below:

	Land-use- rights USD'000	Office premises, warehouse and staff quarters USD'000	Motor vehicles, machinery and equipment USD'000	Total USD'000
Net book value at January 1, 2021	38,581	38,254	733	77,568
Acquisition of subsidiaries (Note 35(a))	–	6,599	–	6,599
Additions	1,570	24,726	557	26,853
Depreciation	(8,492)	(14,739)	(633)	(23,864)
Exchange differences	1,365	1,990	40	3,395
Net book value at December 31, 2021 and January 1, 2022	33,024	56,830	697	90,551
Additions	4,679	–	2,232	6,911
Transfer (Note 16)	(7,465)	–	–	(7,465)
Depreciation	(1,382)	(13,291)	(1,167)	(15,840)
Exchange differences	(2,197)	(8,232)	(297)	(10,726)
Net book value at December 31, 2022	26,659	35,307	1,465	63,431

Notes to the Consolidated Financial Statements

17 Right-of-use assets (continued)

(i) Amounts recognized in the consolidated balance sheet

The consolidated balance sheet shows the following amounts relating to leases:

	2022 USD'000	2021 USD'000
Right-of-use assets		
Land-use-rights	26,659	33,024
Office premises, warehouse and staff quarters	35,307	56,830
Motor vehicles, machinery and equipment	1,465	697
	63,431	90,551
Lease liabilities		
Current	7,699	8,949
Non-current	43,450	46,412
	51,149	55,361

Analysis of lease liabilities:

	Minimum lease payments		Present value of minimum lease payment	
	2022	2021	2022	2021
	USD'000	USD'000	USD'000	USD'000
Lease liabilities comprise:				
Within first year	8,416	9,520	7,580	8,949
In second to fifth years, inclusive	33,608	40,213	32,105	37,800
After fifth year	12,046	8,545	11,464	8,612
	54,070	58,278	51,149	55,361
Less: future interest expenses	(2,921)	(2,917)		
Total net lease liabilities	51,149	55,361		

During the year ended December 31, 2022 and 2021, the Group did not receive any COVID-19 related rental concession.

17 Right-of-use assets (continued)

(i) Amounts recognized in the consolidated balance sheet (continued)

The consolidated income statement shows the following amounts relating to leases:

	2022 USD'000	2021 USD'000
Depreciation charge of right-of-use assets		
Land-use-rights	1,382	8,492
Office premises, warehouse and staff quarter	13,291	14,739
Motor vehicles, machinery and equipment	1,167	633
	15,840	23,864
Interest expenses (included in finance costs)	1,730	1,460
Expenses relating to short-term leases (included in cost of goods sold and administrative expenses)	7,520	7,120

The total cash outflow for leases in the year ended December 31, 2022 was approximately USD21,279,000 (2021: USD30,797,000).

(ii) Amounts recognized in the consolidated income statement

Depreciation of right-of-use assets has been charged to the consolidated income statement as follows:

	2022 USD'000	2021 USD'000
Cost of sales	5,576	8,400
Administrative expenses	10,264	15,464
	15,840	23,864

17 Right-of-use assets (continued)

(iii) The Group's leasing activities and how these are accounted for

The Group leases various land, offices, warehouses, retail stores, machinery, equipment and vehicles. Lease contracts are typically made for fixed periods, but may have extension options as described in (iv) below.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessors. Leased assets may not be used as security for borrowing purposes.

(iv) Extension and termination options

Extension and termination options are included in a number of property and equipment leases across the Group. These are used to maximize operational flexibility in terms of managing the assets used in the Group's operations. The Group recognizes right-of-use assets with extension and termination options that are exercisable only by the Group and not by the respective lessor only if the Group is highly likely to exercise the options. As at December 31, 2022, the Group did not recognize extension and termination options as they were not expected to exercise.

18 Intangible assets

	Trademarks and tradenames USD'000	Customer and supplier relationships USD'000	Computer software USD'000	Licenses USD'000	Technical knowhow USD'000	Goodwill (Note a) USD'000	Total USD'000
As at January 1, 2022							
Cost	129,260	50,335	26,690	21,948	142,340	403,258	773,831
Accumulated amortization and impairment provision	(17,832)	(18,187)	(7,085)	(18,401)	(78,396)	-	(139,901)
Net book amount	111,428	32,148	19,605	3,547	63,944	403,258	633,930
Year ended December 31, 2022							
Opening net book amount	111,428	32,148	19,605	3,547	63,944	403,258	633,930
Additions	-	-	7,577	338	-	-	7,915
Amortization	(5,710)	(5,548)	(3,943)	(1,994)	(22,255)	-	(39,450)
Currency translation difference	-	-	(457)	(259)	(329)	-	(1,045)
Closing net book amount	105,718	26,600	22,782	1,632	41,360	403,258	601,350
As at December 31, 2022							
Cost	129,260	50,335	33,497	20,340	141,422	403,258	778,112
Accumulated amortization and impairment provision	(23,542)	(23,735)	(10,715)	(18,708)	(100,062)	-	(176,762)
Net book amount	105,718	26,600	22,782	1,632	41,360	403,258	601,350

Notes to the Consolidated Financial Statements

18 Intangible assets (continued)

	Trademarks and tradenames USD'000	Customer and supplier relationships USD'000	Computer software USD'000	Licenses USD'000	Technical knowhow USD'000	Goodwill (Note a) USD'000	Total USD'000
As at January 1, 2021							
Cost	143,600	58,200	19,171	19,939	129,041	443,355	813,306
Accumulated amortization and impairment provision	(17,631)	(12,639)	(3,808)	(16,101)	(53,883)	-	(104,062)
Net book amount	125,969	45,561	15,363	3,838	75,158	443,355	709,244
Year ended December 31, 2021							
Opening net book amount	125,969	45,561	15,363	3,838	75,158	443,355	709,244
Additions	-	-	7,362	1,034	28	-	8,424
Acquisition of subsidiaries (Note 35(a)(b))	-	-	-	400	16,441	24,903	41,744
Disposal of subsidiaries (Note 36)	(8,565)	(7,865)	-	-	(5,005)	(65,000)	(86,435)
Amortization	(5,976)	(5,548)	(3,226)	(1,825)	(22,745)	-	(39,370)
Currency translation difference	-	-	106	100	117	-	323
Closing net book amount	111,428	32,148	19,605	3,547	63,944	403,258	633,930
As at December 31, 2021							
Cost	129,260	50,335	26,690	21,948	142,340	403,258	773,831
Accumulated amortization and impairment provision	(17,832)	(18,187)	(7,085)	(18,401)	(78,396)	-	(139,901)
Net book amount	111,428	32,148	19,605	3,547	63,944	403,258	633,930

18 Intangible assets (continued)

Amortization of intangible assets has been charged to the consolidated income statement (Note 9) as follows:

	2022 USD'000	2021 USD'000
Cost of sales	1,058	1,056
Distribution costs and selling expenses	4,053	4,045
Administrative expenses	34,105	34,036
Research and development expenses	234	233
	39,450	39,370

(a) Impairment assessment for goodwill

Goodwill is allocated to the Group's cash-generating unit ("CGU") that are expected to benefit from business combination and impairment testing is performed annually on goodwill allocated to its respective CGUs.

The balance mainly includes the goodwill arising from the acquisition of Belkin International, Inc. ("Belkin") in 2018. Belkin is principally engaged in the trading and distribution of routers and mobile device related products. The goodwill arising from the acquisition of Belkin was approximately USD380,470,000 at December 31, 2022 (2021: USD380,470,000) after the disposal of Linksys Holdings Inc. (Note 36).

The recoverable amount of a CGU is determined based on the higher of its fair value less costs of disposal and value-in-use calculations. The recoverable amount of the CGU relating to the goodwill arising from the acquisition of Belkin was determined based on value-in-use calculation. The calculation uses cash flow forecast based on the financial budgets and forecast covering a period of five years which reflect the medium term plan of management in expanding the customer base and market share. Cash flows beyond the 5-year period are extrapolated using the estimated growth rates. The key assumptions used for the value-in-use calculation are as follows:

	Note	2022	2021
Five-year compound revenue growth rate	(i)	11.0%	9.7%
Long term growth rate	(ii)	2.0%	2.0%
Pre-tax discount rate	(iii)	20.0%	17.2%

18 Intangible assets (continued)

(a) Impairment assessment for goodwill (continued)

Notes:

- (i) The five-year (2021: five-year) revenue growth rate is based on past performance and management's expectations of market development.
- (ii) The long term growth rate is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports.
- (iii) The pre-tax discount rate reflects specific risks relating to the relevant segments and the countries/territories in which they operate.

As a result of the impairment review, the recoverable amounts of the CGU in which goodwill has been allocated are higher than their carrying amounts as at December 31, 2022 (2021: same). Consequently, no impairment loss was charged during the year ended December 31, 2022 (2021: Nil).

The recoverable amount calculated based on the value-in-use calculation exceeded carrying amount by approximately USD34,284,000 (the headroom) as at December 31, 2022 (2021: USD9,826,000). If the key assumptions decrease by the followings, all considered in isolation, it would remove the headroom entirely.

	2022	2021
Five-year revenue growth rate	-0.2%	-0.2%
Gross profit margin	-0.5%	-0.2%
Pre-tax discount rate	+0.5%	+0.5%

The Directors also performed impairment assessments of the remaining goodwill arising from the other acquisitions. The performances were consistent with or above the management's expectation, so no impairment was noted.

19 Interests in subsidiaries

The Company's subsidiaries at December 31, 2022 are set out below. The proportion of ownership interests held equals the voting rights held by the Group.

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held		Ownership interest held by non-controlling interests	
				by the Group			
				2022	2021	2022	2021
			%	%	%	%	
富士康(昆山)電腦接插件有限公司("Foxconn Computer Connectors (Kunshan) Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD244,600,000	100	100	-	-
富士康電子工業發展(昆山)有限公司("Foxconn Electronics Industry Development (Kunshan) Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD124,000,000	100	100	-	-
富頂精密組件(深圳)有限公司("Fu Ding Precision Component (Shenzhen) Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD48,000,000	100	100	-	-
富鼎精密工業(鄭州)有限公司("Fu Ding Precision Industry (Zhengzhou) Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD40,000,000	100	100	-	-
淮安市富利通貿易有限公司("Huainan Fu Li Tong Trading Co., Ltd.")*	The PRC, limited liability company****	Sale of interconnect solutions and related products in the PRC	RMB30,000,000	100	100	-	-
富譽電子科技(淮安)有限公司("Fu Yu Electronics Technology (Huainan) Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD301,200,000	100	100	-	-
重慶市鴻騰科技有限公司("Chongqing Hong Teng Technology Co., Ltd.")*	The PRC, limited liability company**	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD3,000,000	100	100	-	-

Notes to the Consolidated Financial Statements

19 Interests in subsidiaries (continued)

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2022	2021	2022	2021
				%	%	%	%
富盟電子科技(菏澤)有限公司("Fu Meng Electronics Technology (Heze) Co., Ltd.")*	The PRC, limited liability company***	Manufacturing of mobile and wireless devices, connectors applied in the communication, computer and automotive in the PRC	USD14,700,000	100	100	-	-
富聖光電科技(昆山)有限公司("Fu Sheng Optoelectronics Technology (Kunshan) Co.,Ltd.")	The PRC, limited liability company	Development and manufacturing of optoelectronics technology, Technology Transfer, Technology Consulting, technical services, optical communication modules, high-speed connectors and cables; development and testing of New Energy automobiles charging systems, Sales of Self-produced Products; Optoelectronics Sales of the product.	USD20,000,000	100	100	-	-
Foxconn Interconnect Technology Singapore Pte Ltd.# ("FIT Singapore")	Singapore, limited liability company	Sale of mobile and wireless devices, connectors applied in the communication, computer and automotive in Singapore	USD1,126,509,441	100	100	-	-
New Beyond Maximum Industrial Ltd.#	Samoa, limited liability company	Consolidation and allocation of purchase orders in Samoa	USD1	100	100	-	-
FIT Electronic Inc.#	The USA, limited liability company	Sale, research and development of mobile and wireless devices, connectors applied in the communication, computer and automotive in the USA	USD501,000	100	100	-	-
Grand Occasion International Ltd.	British Virgin Islands, limited liability company	Investment holding in British Virgin Islands	USD65,200,400	100	100	-	-
Best Gold Trading Ltd.	British Virgin Islands, limited liability company	Investment holding in British Virgin Islands	USD55,588,000	100	100	-	-

19 Interests in subsidiaries (continued)

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held		Ownership interest held by non-controlling interests	
				by the Group			
				2022	2021	2022	2021
			%	%	%	%	
Foxconn Interconnect Technology Japan Co Ltd.	Japan, limited liability company	Sale of mobile and wireless devices, connectors applied in the communication, computer and automotive in Japan	JPY 10,000,000	100	100	-	-
Foxtek (UK) Ltd.	The UK, limited liability company	Sale of mobile and wireless devices, connectors applied in the communication, computer and automotive in the UK	GBP100,000	100	100	-	-
Foxconn Korea Ltd.	Korea, limited liability company	Sale of mobile and wireless devices, connectors applied in the communication, computer and automotive and related products in Korea	USD780,000	100	100	-	-
Foxconn OE Technologies Singapore Pte. Ltd. [#]	Singapore, limited liability company	Sale of mobile and wireless devices, connectors applied in the communication, computer and automotive in Singapore	USD88,282,390	100	100	-	-
FIT Optoelectronica de Mexico S. De Mexico S. de R.L. de C.V.	Mexico, limited liability company	Production of mobile and wireless devices, connectors applied in the communication, computer and automotive in Mexico	Mexican Peso 10,095,897	100	100	-	-
Foxconn OE Technologies Inc.	The USA, limited liability company	Sale, research and development of mobile and wireless devices, connectors applied in the communication, computer and automotive in the USA	USD1,500,000	100	100	-	-
New Wing Interconnect Technology (Bac Giang) Co., Ltd	Vietnam, limited liability company	Production of mobile and wireless devices, connectors applied in the communication, computer and automotive in Vietnam	VND 1,802,100,000	100	100	-	-

Notes to the Consolidated Financial Statements

19 Interests in subsidiaries (continued)

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2022	2021	2022	2021
				%	%	%	%
Retrofit One Limited Partnership [#]	Cayman Islands, limited liability company	Investment holding in Cayman Islands	8,300,001 ordinary shares of USD1 each	100	100	-	-
XingFox Energy (Cayman) Technology Co., Ltd [#]	Cayman Islands, limited liability company	Research and development and manufacturing of batteries	2,478,185 ordinary shares of USD1 each	100	100	-	-
興富能源科技股份有限公司("XingFox Energy Technology Co., Ltd")	Taiwan, limited liability company	Batteries Manufacturing.	NTD75,030,000	100	100	-	-
Belkin International, Inc. [#]	USA, corporation	Sale of consumer electronics and connectivity solutions products in North America	USD1	100	100	-	-
Belkin Limited	The UK, limited liability company	Sale of consumer electronics and connectivity solutions products in EMEA.	2,010,000 shares of GBP 1 each	100	100	-	-
Belkin Limited	Australia, limited liability company	Sale of consumer electronics and connectivity solutions products Australia	7,100,000 shares of Australian dollar 1 each	100	100	-	-
Belkin B.V.	Netherland, corporation	Investment holding	EURO ("EUR") 20,000	100	100	-	-
Belkin Hong Kong Limited	Hong Kong, limited liability company	Sourcing center in Asia Pacific	2 shares of HKD1,200,000	100	100	-	-
Belkin Asia Pacific Limited Ltd.	Hong Kong, limited liability company	Sale of consumer electronics and connectivity solutions products in Asia Pacific	USD99,851	100	100	-	-
Belkin HK Technology Limited	Hong Kong, limited liability company	Holding Company	HKD11,458,779	100	100	-	-
Belkin SAS	France, limited liability company	Sales and Marketing	3,820 shares of EUR 10 each	100	100	-	-
Belkin Inc.	The USA, limited liability company	Warehousing, Distribution and Sales	USD1	100	100	-	-

19 Interests in subsidiaries (continued)

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2022	2021	2022	2021
				%	%	%	%
Belkin PTE. Limited	Singapore, limited liability company	Sales and Marketing	SGD200,000	100	100	-	-
Belkin C.V. (US), Inc.	The USA, limited liability company	Holding Company	100 shares of USD0.0001 each	100	100	-	-
Belkin Canada Corporation	Canada, limited liability company	Sales and Marketing	CAD75,000	100	100	-	-
Belkin India Private Limited	India, limited liability company	Sales and Marketing	INR7,750,000	100	100	-	-
Belkin KK	Japan, limited liability company	Import and Export of Consumer Electronic Products and Related Components.	JPY10,000,000	100	100	-	-
Belkin Limited (Korea)	Korea, limited liability company	Sales and Marketing	KRW75,000,000	100	100	-	-
貝爾金貿易(上海)有限公司("Belkin Trading (Shanghai) Co, Ltd.")*	The PRC, limited liability company****	Sale of interconnect solutions and related products in PRC	USD1,140,000	100	100	-	-
Hong Yang Intelligent Technology Co., Ltd.#	Taiwan, limited liability company	Manufacturing of metal processing machinery and equipment	USD800,000	70	70	30	30
HONG YANG HOLDING LTD.	Samoa, limited liability company	Holding Company	USD500,000	70	70	30	30
昆山騰陽智能科技有限公司("Teng Yang Intelligent Technology (Kunshan) Co., Ltd.")	The PRC, limited liability company	Smart equipment, Automation Equipment, Electronic-specific Equipment, Testing Equipment, Tool and Die Research and Development, Production, Production and Processing of the Abovementioned Product Parts, Processing, Sales of Self-produced Products, Import/Export of Related Raw and Supplementary Materials, and After- Sales Service.	USD350,000	70	70	30	30

Notes to the Consolidated Financial Statements

19 Interests in subsidiaries (continued)

Name of entity	Place of incorporation/ establishment and kind of legal entity	Principal activities and place of operation	Particulars of issued share capital and debt securities	Ownership interest held by the Group		Ownership interest held by non-controlling interests	
				2022	2021	2022	2021
				%	%	%	%
Sound Tale Limited	Hong Kong, limited liability company	Investment Holding Company in Hong Kong	1 ordinary share of HKD1 each	100	100	-	-
Sound Solutions (Hong Kong) Co., Limited	Hong Kong, limited liability company	Sale of acoustic components in Hong Kong	10,000 shares of HKD0.0001 each	100	100	-	-
Sound Intelligence Holding Limited	Hong Kong, limited liability company	Investment Holding Company in Hong Kong	1,000 shares of HKD1 each	100	100	-	-
SOUND SOLUTIONS AUSTRIA GMBH	Austria, limited liability company	Development of new technologies in the field of dynamic loudspeakers in Austria	35,000 shares of EUR1 each	100	100	-	-
SOUND LEGEND LIMITED	Cayman Islands, limited liability company [#]	Investment Holding Company in Cayman Islands	10,000 shares of USD0.01953125 each	100	100	-	-
SSI Micro-Components (America) Co., Limited	USA, limited liability company	Sale of acoustic components in The USA	USD150,000	100	100	-	-
奧音科技(鎮江)有限公司("Sound Solutions International (Zhenjiang) Co., Ltd.")*	The PRC, limited liability company****	Manufacturing and research and development of acoustic components in the PRC	707,320,851.25 shares of RMB1 each	100	100	-	-
奧音精密機械(鎮江)有限公司("SSI Precision Equipment (Zhenjiang) Co., Ltd.")*	The PRC, limited liability company****	Sale of precision mechanical products and technological electronic products in the PRC	50,000,000 shares of RMB1 each	100	100	-	-
奧音科技(北京)有限公司("Sound Solutions International Co., Ltd.")*	The PRC, limited liability company****	Development of acoustic technologies in the PRC	381,017,436 shares of RMB1 each	100	100	-	-
鎮江奧音智能製造技術有限公司("Zhenjiang Aoyin Intelligent Manufacturing Technology Co., Ltd.")*	The PRC, limited liability company****	Research and development of intelligent manufacturing technology in the PRC	15,000,000 shares of USD1 each	100	100	-	-
Phyn LLC	The USA, limited liability company	Provisions of software solution for water consumption in The USA	USD6,000,000	100	100	-	-

* English translation for identification purpose only

** Registered as wholly foreign owned enterprises under PRC law

*** Registered as sino-foreign equity joint ventures under PRC law

**** Registered as limited liability companies under PRC law

[#] Directly held by the Company

20 Interests in associates

	2022 USD'000	2021 USD'000
At beginning of the year	171,657	24,426
Transfer from subsidiaries (Note (iv)(v))	–	155,000
Addition (Note (ii))	7,350	–
Transfer (Note (iii))	(9,936)	–
Share of results	(25,655)	(7,600)
Impairment loss	(20,107)	–
Exchange differences	12	(169)
At end of the year	123,321	171,657

Set out below are the particulars of the associates of the Group as at December 31, 2022 and 2021. The entities listed below are private entities. The country of incorporation or registration is also their principal place of business.

Name of entity	Place of incorporation	% of interests as at December 31,		Nature of business	Carrying amount	
		2022	2021		2022 USD'000	2021 USD'000
Blu-castle, S.A.	Luxembourg	35.00%	35.00%	Supply of telecommunication equipment and software in Luxembourg	2,711	2,309
Prenosis Inc.	The USA	25.51%	25.51%	Development of health care related solution in the USA	3,765	3,804
Origin Wireless Inc. ("Origin Wireless")	The USA	14.97% (Note i)	14.97% (Note i)	Development of advanced wireless sensing technologies for a wide range of applications in the USA	9,752	10,775
FIT Electronics Device Pte. Ltd	Singapore, limited liability company	51.00% (Note ii)	25.00% (Note ii)	Production, research and development of automotive cameras and electronic mirrors in Singapore	–	3,769
Linksys Holdings Inc. ("Linksys")	Cayman Islands, limited liability company	49.21% (Note iv)	49.21% (Note iv)	Sales of smart home products in the USA	107,093	151,000
					123,321	171,657

20 Interests in associates (continued)

Impairment assessment for the interest in an associate

For the year ended December 31, 2022, the Group recognized an impairment loss of USD20,107,000 in relation to its interest in Linksys. The Group identified that there were impairment indicators as Linksys incurred significant operating loss and changed its future business plan. Accordingly, the Group performed an impairment assessment to determine the recoverable amount.

The recoverable amount is determined based on the higher of its fair value less costs of disposal and value-in-use calculations. The recoverable amount of the interest in Linksys was determined based on value-in-use calculation. The calculation uses cash flow projected based on the financial budgets of a five year period approved by management of Linksys. Cash flows beyond the 5-year period are extrapolated using the estimated growth rates.

The key assumptions used for the value-in-use calculation are as follows:

	2022
Five-year average gross profit margin	37%
Five-year compound revenue growth rate	20.0%
Long term growth rate	2.0%
Pre-tax discount rate	23.45%

Notes:

- (i) The Group is entitled to appoint a director to the Board of directors of Origin Wireless. Accordingly, the Group has significant influence over the investee and has recognized the investment as interest in an associate.
- (ii) In January, 2022, the Group bought back 26% equity interest of FIT Electronics Device Pte. Ltd. ("FIT Electronics") from an independent third party for a cash consideration of USD7,350,000. Upon completion, FIT Electronics was owned as to 51% by the Group and 49% by an associated company of the Group, but the Group did not control FIT Electronics. Accordingly, the Group classified its interests in FIT Electronics as investments in associates.
- (iii) In December 2022, the Group entered into a share transfer agreement for the proposed disposal of its interest in FIT Electronics. Pursuant to the share transfer agreement, the Group conditionally agreed to sell, and the Purchaser conditionally agreed to purchase all the equity interests, representing all of its 51% equity interests in FIT Electronics, to Sharp Display Technology Corporation at a consideration of USD14,415,000. As a result, the Group reclassified the carrying amount of USD9,936,000 in relation to its interest in FIT Electronics to asset classified as held for sale (Note 28).
- (iv) Save as disclosed in Notes 30(b) and 36, Linksys ceased to be a subsidiary and became an associate to the Group on September 25, 2021.
- (v) There were no other significant contingent liabilities and capital commitment relating to the Group's interests in associates.

21 Financial assets at fair value through other comprehensive income

	2022 USD'000	2021 USD'000
At beginning of the year	28,590	23,024
Addition	200	–
Disposal	(111)	–
Fair value change	(1,806)	5,566
At end of the year	26,873	28,590

The financial assets at fair value through other comprehensive income represent the Group's investments in listed and private companies.

(i) Classification of financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income comprise equity securities which are not held for trading, and which the Group has irrevocably elected at initial recognition to recognize in this category. These are strategic investments and the Group considers this classification to be more relevant.

The financial assets are presented as non-current assets unless they are matured, or management intends to dispose of them within 12 months from the date of consolidated balance sheet date.

21 Financial assets at fair value through other comprehensive income (continued)

(ii) Analysed by geographical areas

Analysis of financial assets through other comprehensive income by geographical areas is as follows:

	2022 USD'000	2021 USD'000
Equity investments in a listed company, stated at quoted market price:		
Taiwan	214	206
Equity investments in unlisted private entities based on the place of incorporation:		
The USA	21,600	23,375
France	2,826	2,826
Taiwan	1,316	1,396
The PRC	717	787
Hong Kong	200	–
	26,659	28,384
	26,873	28,590

21 Financial assets at fair value through other comprehensive income (continued)

(iii) Dividend

During the year ended December 31, 2022 and 2021, no dividend was declared and distributed from the unlisted private entities.

(iv) Fair value measurement and risk exposure

Information about the relevant accounting policy and fair value estimation is provided in Note 2.9 and Note 3.5, respectively. For an analysis of the Group's exposure to the price risk, please refer to Note 3.1(c).

The financial assets at fair value through other comprehensive income are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	21,800	23,375
EUR	2,826	2,826
NTD	1,530	1,602
RMB	717	787
	26,873	28,590

22 Financial assets at fair value through profit or loss

(i) Classification of financial assets at fair value through profit or loss

Financial assets designated at fair value through profit or loss comprise unlisted convertible preferred shares, private fund investments and currency forward contracts.

The financial assets were presented as non-current assets unless they are matured, or management intended to dispose of them within 12 months from the date of consolidated balance sheet date.

22 Financial assets at fair value through profit or loss (continued)

(ii) Financial assets at fair value through profit or loss

	2022 USD'000	2021 USD'000
Non-current assets		
Unlisted private fund investments (Note (a))	30,599	28,889
Unlisted convertible instruments (Note (a))	10,000	10,000
Unlisted convertible preferred shares (Note (a))	–	3,000
Unlisted private entity shares (Note (a))	3,000	–
Derivative agreement (Note 35(a))	2,974	2,974
	46,573	44,863
Current assets		
Currency forward contracts (Note (b))	562	1,124

a) During the year ended December 31, 2022, the Group invested a total of USD4,564,000 (2021: USD23,202,000) in several private funds, derivatives and unlisted convertible preference shares.

b) The aggregate notional principal amount of outstanding currency forward contracts as at December 31, 2022 was USD350,000,000 (2021: USD353,000,000). The maturity dates of these currency forward contracts were before January 2023 (2021: March 2022). They are presented as current assets or liabilities if they are expected to be settled within 12 months after the consolidated balance sheet date.

22 Financial assets at fair value through profit or loss (continued)

(iii) Movement of financial instruments excluding currency forward contracts

	Non-current financial assets	
	2022 USD'000	2021 USD'000
At beginning of the year	44,863	14,855
Acquisition of subsidiaries (Note 35(a))	–	2,974
Additions	4,564	23,202
Disposal	(3,000)	–
Other fair value changes	146	3,832
At end of the year	46,573	44,863

(iv) Dividend

During the year ended December 31, 2022 and 2021, no dividend was declared by unlisted private fund investments.

(v) Fair value measurement and risk exposure

Information about the relevant accounting policy and fair value estimation is provided in Note 2.9 and Note 3.5, respectively. For an analysis of the Group's exposure to the price risk and credit risk, please refer to Notes 3.1(c) and 3.2(d).

The Group's financial assets at fair value through profit or loss are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	34,494	32,896
RMB	8,366	8,816
NTD	4,275	4,275
	47,135	45,987

23 Deferred income tax assets and liabilities

Deferred income tax is calculated in full on temporary differences under the liability method using the tax rates enacted or substantively enacted by the consolidated balance sheet date.

Deferred income tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes related to the same fiscal authority.

The net movements in the deferred income tax account are as follows:

	2022 USD'000	2021 USD'000
As at January 1	90,699	84,391
Acquisition of subsidiaries (Note 35)	–	8,663
Disposal of subsidiaries (Note 36)	–	(28,395)
Credited to the consolidated income statement (Note 12)	5,651	26,040
Deferred tax assets – net	96,350	90,699

23 Deferred income tax assets and liabilities (continued)

Movement in deferred income tax assets and liabilities, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

Deferred income tax assets

	Tax losses USD'000	Foreign tax credit USD'000	Research and development credit USD'000	Unrealized profits USD'000	Impairment provision USD'000	Decelerated tax depreciation USD'000	Provision for employee benefits USD'000	Others USD'000	Total USD'000
As at January 1, 2021	36,034	16,602	36,426	1,906	6,833	3,302	25,661	7,978	134,742
Acquisition of subsidiaries (Note 35(a))	12,448	-	-	-	-	-	-	91	12,539
Disposal of subsidiaries (Note 36)	(25,804)	-	(4,196)	-	(883)	(158)	(738)	(745)	(32,524)
Recognized in the consolidated income statement	12,397	(4,134)	(964)	(375)	7,099	1,782	4,354	(1,861)	18,298
At December 31, 2021	35,075	12,468	31,266	1,531	13,049	4,926	29,277	5,463	133,055
Recognized in the consolidated income statement	7,925	-	3,093	3,701	(1,291)	366	(21,500)	5,679	(2,027)
At December 31, 2022	43,000	12,468	34,359	5,232	11,758	5,292	7,777	11,142	131,028

Deferred income tax liabilities

	Fair value adjustment on non-current assets arising from acquisition USD'000
As at January 1, 2021	(50,351)
Acquisition of subsidiaries (Note 35(a))	(3,876)
Disposal of subsidiaries (Note 36)	4,129
Recognized in the consolidated income statement	7,742
At December 31, 2021	(42,356)
Recognized in the consolidated income statement	7,678
At December 31, 2022	(34,678)

23 Deferred income tax assets and liabilities (continued)

Deferred income tax liabilities (continued)

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises established in the PRC. A lower withholding tax rate may be applied if there is a tax treaty between the PRC and the jurisdiction of the foreign investors. For the Group, the applicable rate is 10%. The Group is therefore liable for withholding taxes on dividends distributed by those subsidiaries established in the PRC. As at December 31, 2022, deferred income tax liabilities of approximately USD48,612,000 (2021: approximately USD50,951,000) has not been recognized for the withholding tax that would be payable on the remittance of earnings of PRC subsidiaries. The related unremitted earnings amounted to approximately USD486,118,000 as at December 31, 2022 (2021: approximately USD509,507,000) and the Group does not intend to remit these unremitted earnings from the relevant subsidiaries to the Company in the foreseeable future.

Deferred income tax assets are recognized for tax loss carried forward to the extent that realization of the related tax benefit through the future taxable profits is probable. Tax losses in Taiwan and the PRC can be carried forward to offset against future taxable profits for 10 and 5 years, respectively. Tax losses in the USA and Singapore can be carried forward to offset against future taxable profits without expiry date.

As at December 31, 2022 and 2021, the Group has the following recognized and unrecognized tax losses available for offsetting against future taxable profits.

	2022 USD'000	2021 USD'000
Recognized tax losses expiring:		
Within five years	99,212	47,192
Without expiry	112,427	101,189
	211,639	148,381
Unrecognized tax losses expiring:		
Within five years	47,603	2,841
Over five years	12,530	22,656
	60,133	25,497

24 Inventories

	2022 USD'000	2021 USD'000
Raw materials	234,171	277,750
Work in progress	181,306	157,136
Finished goods	617,679	613,928
	1,033,156	1,048,814
Less: provision for impairment	(66,363)	(66,411)
	966,793	982,403

Notes:

- (i) The cost of inventories recognized as expenses and included in "cost of sales" amounted to approximately USD2,680,309,000 for the year ended December 31, 2022 (2021: approximately USD2,640,354,000), including reversal of provision for impairment of inventories amounted to approximately USD48,000 for the year ended December 31, 2022 (2021: provision for impairment of inventories amounted to approximately USD32,267,000).

Notes to the Consolidated Financial Statements

25 Trade receivables, deposits, prepayments and other receivables

	2022 USD'000	2021 USD'000
Trade receivables due from third parties	570,383	860,057
Trade receivables due from related parties (Note 38(b))	151,139	174,527
Total trade receivables – gross	721,522	1,034,584
Less: loss allowance for impairment of trade receivables (Note 3.2(b))	(1,518)	(1,755)
Total trade receivables – net	720,004	1,032,829
Deposits and prepayments	33,273	42,357
Other receivables	8,659	18,945
Amounts due from related parties (Note 38(b))	10,343	7,573
Value-added tax recoverable	29,545	76,263
	81,820	145,138
Less: non-current portion:		
– Deposits and prepayments	(10,431)	(10,952)
	71,389	134,186
Current portion	791,393	1,167,015

The Group applies the simplified approach to provide for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for trade receivables. To measure the expected credit losses, these receivables have been grouped based on firstly shared credit risk characteristics and then aging from billing.

See Note 3.2 for credit risk exposure and expected credit loss provision for trade receivables, deposits, and other receivables. See Note 2.9(d) for information about how impairment losses are calculated. Movements of the Group's loss allowance for impairment of trade receivables are detailed in Note 3.2(b)(ii).

25 Trade receivables, deposits, prepayments and other receivables (continued)

The maximum exposure to credit risk is the carrying amounts of trade receivables, deposits and other receivables as the Group does not hold any collateral as security.

As at December 31, 2022 and 2021, due to the short term nature of trade receivables, deposits, prepayments and other receivables, the carrying amounts of trade receivables, deposits, and other receivables, except for the prepayments and value-added tax recoverable which are not financial assets, approximated their fair values.

As at December 31, 2022 and 2021, the carrying amounts of trade receivables, deposits, prepayments and other receivables before loss allowance for impairment of trade receivables are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	662,030	944,539
RMB	105,297	157,721
GBP	16,598	42,667
NTD	164	6,475
Others	19,253	28,320
	803,342	1,179,722

Information about the Group's exposure to foreign currency risk exposure can be found in Note 3.1(a).

The credit period granted to third parties and the related parties are ranging from 45 to 90 days. The aging analysis of trade receivables based on invoice date, before loss allowance for impairment of trade receivables is as follows:

	2022 USD'000	2021 USD'000
Trade receivables – gross		
– Within 3 months	621,350	913,315
– 3 to 4 months	49,289	87,429
– 4 to 6 months	43,652	25,570
– 6 to 12 months	6,414	7,851
– Over 1 year	817	419
	721,522	1,034,584

Notes to the Consolidated Financial Statements

26 Finance lease receivables

The lease receivables are set out below:

	Minimum lease payments		Present value of minimum lease payment	
	2022 USD'000	2021 USD'000	2022 USD'000	2021 USD'000
Finance lease receivables comprise:				
Within first year	16,076	16,591	15,438	15,882
In second to fifth years, inclusive	19,928	36,618	19,880	35,932
	36,004	53,209	35,318	51,814
Less: unearned finance income	(686)	(1,395)		
Total net finance lease receivables	35,318	51,814		
Analysis for reporting purpose as:				
Current assets	15,438	15,882		
Non-current assets	19,880	35,932		
	35,318	51,814		

In 2019, the Group entered into a lease agreement with a third party whereas the Group leased out its property, plant and equipment with carrying values amounted to approximately USD82,597,000 for a term of five years. The sum of lease payments is fixed and approximates the carrying values of the leased assets. Interest rate applied to the above finance lease receivables is 1.6% per annum.

As at December 31, 2022 and 2021, the finance lease receivables are denominated in USD.

27 Cash and cash equivalents and short-term bank deposits

	2022 USD'000	2021 USD'000
Cash and cash equivalents	914,045	769,447
Short-term bank deposits (Note)		
– Restricted	14,996	1,911
– Non-restricted	50,833	96,102
	979,874	867,460

Note:

Term deposits are presented as cash and cash equivalents if they have a maturity of three months or less from the date of acquisition.

As at December 31, 2022, the Group's bank balances of approximately USD379,920,000 and USD57,522,000 were deposited with banks in the PRC and Vietnam, respectively (2021: USD530,635,000 and USD57,570,000 were deposited with banks in the PRC and Vietnam, respectively). The remittance of these funds out of the PRC and Vietnam is subject to the rules and regulations of foreign exchange control promulgated by the governments in the PRC and Vietnam.

As at December 31, 2022, short-term bank deposits of USD14,996,000 (2021: USD1,911,000) were pledged and were restricted for general use.

27 Cash and cash equivalents and short-term bank deposits (continued)

The carrying amounts of the cash and cash equivalents and short-term bank deposits are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	626,819	502,014
RMB	261,622	279,361
VND	55,137	55,814
GBP	2,538	2,609
NTD	8,118	15,988
JPY	5,251	1,572
EUR	7,421	1,966
Others	12,968	8,136
	979,874	867,460

28 Asset classified as held for sale

In December 2022, the Group entered into a share transfer agreement for the proposed disposal of its interest in FIT Electronics. Pursuant to the share transfer agreement, the Group conditionally agreed to sell, and the Purchaser conditionally agreed to purchase all the equity interests, representing all of its 51% equity interests in FIT Electronics, to Sharp Display Technology Corporation at a consideration of USD14,415,000.

Accordingly, the Group's interest in an associate was reclassified as an asset held for sale as at December 31, 2022 as the Group intended to recover the carrying amount through a sale transaction and the investment was measured at the lower of carrying amount and fair value less costs to sell, with an expectation that the disposal of the entire equity interests in FIT Electronics will be completed within twenty four months. The Group ceased to equity account the financial results of FIT Electronics at the time upon the reclassification of an interest in an associate to asset classified as held for sale.

29 Share capital

	Number of ordinary shares (in thousand)	Amount USD'000
Authorized:		
As at January 1, 2021, December 31, 2021, January 1, 2022 and December 31, 2022	15,360,000	300,000
Issued and fully paid:		
As at January 1, 2021	6,892,715	134,623
Issuance of ordinary shares as consideration of a business combination (Note 35(a))	175,787	3,433
Issuance of ordinary shares upon exercise of share option and under share grant plans (Note 33)	65,007	1,270
As at December 31, 2021 and January 1, 2022	7,133,509	139,326
Issuance of ordinary shares upon exercise of share option and under share grant plans (Note 33)	145,083	2,834
As at December 31, 2022	7,278,592	142,160

The ordinary shares have a par value of approximately USD0.02 per share.

The ordinary shares entitle the holders to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held. The ordinary shares entitle the holders to one vote per share at meetings in person or by proxy.

Information relating to the share option plans, including details of options issued, exercised and lapsed during the year ended December 31, 2022 and 2021 and options outstanding as at December 31, 2022 and 2021, is set out in Note 33.

Notes to the Consolidated Financial Statements

30 Reserves

	Other reserves							
	Share premium and capital reserve (Note i) USD'000	Statutory reserves (Note ii) USD'000	Share-based payments reserve (Note iii) USD'000	Currency		Sub-total USD'000	Retained earnings USD'000	Total USD'000
				translation	Revaluation			
				differences (Note iv) USD'000	reserve (Note v) USD'000			
Balance as at January 1, 2022	599,662	77,901	78,950	22,059	1,812	180,722	1,567,372	2,347,756
Comprehensive income								
- Profit for the year	-	-	-	-	-	-	169,619	169,619
Other comprehensive income								
- Exchange difference arising on the translation of foreign operations	-	-	-	(219,003)	-	(219,003)	-	(219,003)
- Fair value change in financial assets at fair value through other comprehensive income	-	-	-	-	(1,806)	(1,806)	-	(1,806)
Total comprehensive income for the year	-	-	-	(219,003)	(1,806)	(220,809)	169,619	(51,190)
Transactions with owners								
- Allotment of shares under share grant plan (Note 33(a))	15,975	-	(18,809)	-	-	(18,809)	-	(2,834)
- Senior management and employees' share grant scheme and share option scheme (Note 33(a))	-	-	905	-	-	905	-	905
- Share option scheme (Note 33(b))	-	-	309	-	-	309	-	309
- Appropriation of statutory reserves	-	2,948	-	-	-	2,948	(2,948)	-
Total transactions with owners, recognized directly in equity	15,975	2,948	(17,595)	-	-	(14,647)	(2,948)	(1,620)
Balance at December 31, 2022	615,637	80,849	61,355	(196,944)	6	(54,734)	1,734,043	2,294,946

30 Reserves (continued)

	Share premium and capital reserve (Note i) USD'000	Statutory reserves (Note ii) USD'000	Share-based payments reserve (Note iii) USD'000	Other reserves		Sub-total USD'000	Retained earnings USD'000	Total USD'000
				Currency translation differences (Note iv) USD'000	Revaluation reserve (Note v) USD'000			
At January 1, 2021	556,274	69,214	91,767	(5,094)	(3,754)	152,133	1,436,934	2,145,341
Comprehensive income								
Profit for the year	-	-	-	-	-	-	137,625	137,625
Other comprehensive income								
Exchange difference arising on the translation of foreign operations	-	-	-	27,126	-	27,126	-	27,126
Realization of currency translation difference upon disposals of subsidiaries	-	-	-	27	-	27	-	27
Fair value change in financial assets at fair value through other comprehensive income	-	-	-	-	5,566	5,566	-	5,566
Total comprehensive income for the year	-	-	-	27,153	5,566	32,719	137,625	170,344
Transactions with owners								
Issuance of ordinary shares as consideration of business combination (Note 35(a))	32,626	-	-	-	-	-	-	32,626
Acquisition of additional interests from non-controlling interest (Note 30(a))	(4,021)	-	-	-	-	-	-	(4,021)
Non-controlling interest arising on change in ownership interests in subsidiaries upon issuance of new shares (Note 30(b))	1,500	-	-	-	-	-	-	1,500
Issuance of shares under share grant plan (Note 33(b))	14,778	-	(16,047)	-	-	(16,047)	-	(1,269)
Issuance of shares upon exercise of share options (Note 33(c))	5	-	(2)	-	-	(2)	-	3
Recognition of share-based payment benefits in respect of senior management share grant scheme (Note 33 (a))	-	-	2,512	-	-	2,512	-	2,512
Recognition of share-based payment benefits in respect of share option scheme (Note 33(b))	-	-	720	-	-	720	-	720
Appropriation of statutory reserves	-	8,687	-	-	-	8,687	(8,687)	-
	44,888	8,687	(12,817)	-	-	(4,130)	(8,687)	32,071
Disposal of subsidiaries (Note 36)	(1,500)	-	-	-	-	-	1,500	-
At December 31, 2021	599,662	77,901	78,950	22,059	1,812	180,722	1,567,372	2,347,756

30 Reserves (continued)

Notes:

(i) Share premium and capital reserve

Share premium represents the excess of the issuance price of the Company's shares over its nominal value. Capital reserve represents reserve arose during the Group's reorganisation completed in 2015.

(ii) Statutory reserves

Under the relevant PRC laws and regulations, PRC companies are required to allocate 10% of the companies' net profit to the reserve until such reserve reaches 50% of the companies' registered capital. The statutory reserve can be utilised, upon approval by the relevant authorities, to offset against accumulated losses or to increase registered capital of the companies, provided that such reserve is maintained at a minimum of 25% of the companies' registered capital.

(iii) Share-based payments reserve

Share-based payments reserve relates to the outstanding options and share awards and represents the fair value of such options at respective grant dates. Please refer to Note 33 for further details.

(iv) Currency translation differences

Exchange differences arising on translation of the foreign controlled entity are recognized in other comprehensive income as described in Note 2.4(c) and accumulated in a separate reserve within equity. The cumulative amount is to be transferred to profit or loss when the respective foreign controlled entities are disposed.

(v) Revaluation reserve

The Group has elected to recognize changes in the fair value of certain equity investments in other comprehensive income, as explained in Note 2.9. These changes are accumulated within the revaluation reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity investments are derecognized.

30 Reserves (continued)

(a) Acquisition of additional interests from non-controlling interest

On March 11, 2021, Linksys Holding Inc. (“Linksys”), a subsidiary of the Group entered into a sale and purchase agreement with Chester J. Pipkin and Janice A. Pipkin 2012 Children’s Trust (a connected person of the Company) (the “Trust”), pursuant to which Linksys agreed to acquire, and the Trust agreed to sell, 463,436 shares of Linksys, representing 9.57% of its entire issued share capital, for a maximum consideration of USD12 million, which consists of (i) a base purchase price of USD6 million; and (ii) in the event that Linksys meets certain thresholds on the net sales and net income during the years ending December 31, 2021, 2022 and 2023, a contingent purchase price up to USD6 million as calculated based on the net income for each of such three years (“Purchase”). The Group assessed and evaluated the contingent consideration was of minimal value as the conditions were unlikely to be achievable.

Immediately prior to the Purchase, the carrying amount of the existing 9.57% non-controlling interest in Linksys, was USD1,979,000. The Group recognised a decrease in non-controlling interests of USD1,979,000 and a decrease in equity attributable to owners of the Company of USD4,021,000.

The effect on the equity attributable to the owners of the Company during the year is summarized as follows.

	2022 USD'000	2021 USD'000
Carrying amount of non-controlling interest acquired	–	1,979
Consideration paid to non-controlling interest	–	(6,000)
Total amount recognised in the capital reserve within equity	–	(4,021)

(b) Non-controlling interest arising on change in ownership interests in subsidiaries upon issuance of new shares

On March 19, 2021, Linksys issued 2,118,000 convertible preferred shares (“CPS”) to Fortinet Inc, (“Fortinet”), a Delaware corporation listed on the NASDAQ Capital Market for a cash consideration of USD75,000,000. The major terms of the CPS are set out below:

- (i) The CPS carry voting rights and rank equally with ordinary shares for voting at general meetings.
- (ii) The CPS are non-interest bearing and non-redeemable for cash unless certain conditions are met.
- (iii) The CPS held by the third party are convertible into ordinary shares of the subsidiary on one to one basis at the options of the holder.

30 Reserves (continued)

(b) Non-controlling interest arising on change in ownership interests in subsidiaries upon issuance of new shares (continued)

In addition, Fortinet has also been granted an option, but not an obligation, to purchase additional 2,400,232 CPS 90 days subsequent to March 19, 2021 at the same subscription price subject to certain conditions. The Group evaluated the fair value of the option to be minimal.

Immediately after the issuance of 2,118,000 CPS, the carrying amount of Linksys including tangible net assets and goodwill and intangible assets attributable to Linksys was USD226,154,000. Subsequent to issuance of CPS, the Group's interest in Linksys reduced to 67.5% and the corresponding carrying amount of the 32.5% non-controlling interest in Linksys was USD73,500,000. The Group recognised an increase in non-controlling interests of USD73,500,000 and an increase in equity of USD1,500,000.

The effect on the equity attributable to the owners of the Company during the year is summarised as follows:

	2022 (USD'000)	2021 (USD'000)
Carrying amount of non-controlling interest	–	(73,500)
Consideration received from non-controlling interest	–	75,000
Excess of consideration received and recognised in the capital reserve within equity	–	1,500

31 Bank borrowings

	2022 USD'000	2021 USD'000
Non-current		
Bank borrowings, unsecured	574,732	575,632
Current		
Bank borrowings, unsecured	452,655	689,891
	1,027,387	1,265,523

The borrowings are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	936,489	1,157,831
NTD	74,894	106,575
GBP	16,004	–
EUR	–	1,117
	1,027,387	1,265,523

The exposure of the borrowings to interest rate changes or maturity date whichever is earlier are as follows:

	2022 USD'000	2021 USD'000
Within one year	452,655	689,891
One to two years	–	–
Two to five years	574,732	575,632
	1,027,387	1,265,523

Notes to the Consolidated Financial Statements

31 Bank borrowings (continued)

The weighted average interest rates per annum at each consolidated balance sheet date were as follows:

	2022	2021
Bank borrowings, unsecured	3.92%	0.83%

As at December 31, 2022, the Group had drawn USD1,027,387,000 (2021: USD1,265,523,000) of the total borrowing facilities of approximately USD3,104,089,000 (2021: USD3,282,780,000) granted by banks.

The long term bank borrowing of USD574,732,000 (2021: USD575,632,000) are subject to certain restrictive financial covenants. The Group has complied the financial covenants of the bank borrowing during the year ended December 31, 2022 (2021: Same).

The carrying amount of bank borrowings approximates their fair value as the interest payable on these borrowings is either close to current market rates or the borrowings are of a short-term nature.

Details of the Group's exposure to risks arising from current and non-current borrowings are set out in Note 3.1(b).

32 Trade and other payables

	2022 USD'000	2021 USD'000
Trade payables to third parties	588,199	700,646
Trade payables to related parties (Note 38(b))	72,549	72,646
Total trade payables	660,748	773,292
Amounts due to related parties (Note 38(b))	17,019	28,007
Staff salaries, bonuses and welfare payables	87,401	114,243
Deposits received, other payables and accruals	213,862	232,167
	979,030	1,147,709
Less: Non-current portion	(8,024)	(9,504)
Current portion	971,006	1,138,205

32 Trade and other payables (continued)

As at December 31, 2022, all trade and other payables of the Group were non-interest bearing, and their carrying amounts approximated their fair values due to short maturities.

The Group's trade and other payables are denominated in the following currencies:

	2022 USD'000	2021 USD'000
USD	471,215	198,536
RMB	450,777	609,540
NTD	19,735	109,033
VND	37,154	230,452
Others	149	148
	979,030	1,147,709

Aging analysis of the trade payables to third parties and related parties is as follows:

	2022 USD'000	2021 USD'000
Within 3 months	651,752	729,492
3 to 4 months	2,910	34,196
4 to 6 months	3,719	6,587
6 to 12 months	1,802	2,224
Over 1 year	565	793
	660,748	773,292

Notes to the Consolidated Financial Statements

33 Share-based payments

The Group has four share-based compensation schemes. The table below summarised the share-based payments expenses charged to the consolidated income statement during the year ended December 31, 2022 and 2021.

	2022 USD'000	2021 USD'000
Senior management share grant scheme (Note(a))	905	2,512
Share option scheme (Note(b))	309	720
Share award scheme (Note(c))	2,715	935
Total	3,929	4,167

(a) Senior management share grant scheme

In January 2015, 21,840,000 restricted shares were granted to the Group's senior management, which was subsequently divided into 349,440,000 shares pursuant to a shareholder's resolution for share split passed on 3 November 2016. Such equity instruments were measured at fair value at the grant date and recognized as compensation cost over the vesting period. The weighted average fair value of shares granted under this plan was approximately USD0.25 per share. The restricted shares are vested and issued over the grantees' service periods. The restricted shares were vested on every March 31, June 30, September 30 and December 31 at 12% in each quarter of 2018 and were vested at 3.25% in each quarter from 2019 to 2022.

	2022	2021
Number of outstanding restricted shares ('000)		
Balance as at beginning of year	156,440	221,440
Issued during the year	(145,083)	(65,000)
Balance as at end of year (Note)	11,357	156,440
Number of outstanding vested restricted shares to be issued ('000)	11,357	111,013

Note: The 11,356,800 restricted shares were vested on December 31, 2022, and was allotted to the grantee subsequently on January 3, 2023.

33 Share-based payments (continued)

(a) Senior management share grant scheme (continued)

For the year ended December 31, 2022, 145,083,200 shares were issued to the grantee, which was worth USD18,809,000 at the date of the issuance based on the weighted average market price of USD0.17 per share. (2021: 65,000,000 shares were issued to a guarantee, which worth USD16,047,000 at the date of the issuance base on the weighted average market price of USD0.27 per share).

The share-based payment expense incurred for this plan for the year ended December 31, 2022 was approximately USD905,000 (2021: approximately USD2,512,000).

(b) Share option scheme

(i) In May 2018, 24,440,600 new share options were granted to certain eligible employees at an exercise price of HK\$3.69 per share (equivalent to USD0.47 per share) and vested in June 2018 and are exercisable for a period of three years commencing on June 10, 2018 with the condition that the grantees must be in employment with the Group at the time of exercise. The fair value of the options determined using the Black-Scholes model at the date of the grant was USD5,360,000 (approximately USD0.22 per share option).

The share option scheme was expired on December 31, 2021.

(ii) In December 2018, the Company granted certain eligible employees an aggregated 41,763,000 share options at an exercise price of HK\$3.422 per share (equivalent to USD0.44 per share).

Among the 41,763,000 share options granted, 10,000,000 options was vested on December 31, 2019, 183,000 options were/will be vested from December 28, 2019 on every December 28 at 33.33% over a 3-year period, and 31,580,000 options were/will be vested from December 28, 2019 on every December 28 at 25% over a 4-year period. The share options granted are subject to performance related adjustment.

The fair value of the options determined using the Black-Scholes model at the date of the grant was approximately USD6,139,000.

Certain share options was forfeited and lapsed during the vesting period. The share-based payment expenses incurred under this scheme for the year ended December 31, 2022 were approximately USD309,000 (2021: approximately USD720,000).

33 Share-based payments (continued)

(b) Share option scheme (continued)

Set out below are summaries of options granted under the scheme:

	2022 Number of shares options (‘000)	2021 Number of shares options (‘000)
Balance as at beginning of year	28,228	28,883
Forfeited during the year	(1,865)	(270)
Lapsed during the year	(9,140)	(385)
Balance as at end of year	17,223	28,228
Vested and exercisable at end of year	17,223	23,114

No options expired during the year. Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant date	Expiry date	Share options	
		2022 (‘000)	2021 (‘000)
December 28, 2018	December 29, 2022	–	7,845
	December 29, 2024	63	63
	December 29, 2025	17,160	20,320
		17,223	28,228
Weighted average remaining contractual life of options outstanding at end of year		2.17 years	3.16 years
Weighted average share price at the time of exercise of options during the year		Not applicable	Not applicable

33 Share-based payments (continued)

(c) Share award scheme (Treasury shares)

	2022 Shares (‘000)	2021 Shares (‘000)	2022 USD’000	2021 USD’000
Restricted share award scheme ("2018 scheme")	203,801	207,441	90,283	91,236
Second restricted share award scheme ("2019 scheme")	556	2,138	1,476	1,276
	204,357	209,579	91,759	92,512

	2018 scheme		2019 scheme	
	Number of shares (‘000)	USD’000	Number of shares (‘000)	USD’000
Opening balance as at January 1, 2021	207,641	91,277	81	815
Acquisition of shares by trustee during the year	–	–	6,557	1,355
Shares granted during the year	(200)	(41)	(4,500)	(894)
Balances as at December 31, 2021 and January 1, 2022	207,441	91,236	2,138	1,276
Acquisition of shares by trustee during the year	–	–	9,020	1,962
Shares granted during the year	(3,640)	(953)	(10,602)	(1,762)
Balances as at December 31, 2022	203,801	90,283	556	1,476

33 Share-based payments (continued)

(c) Share award scheme (Treasury shares) (continued)

(i) 2018 scheme

On May 21, 2018, the Company adopted the restricted share award scheme to provide incentive to encourage the participants for their contribution to the Group. The restricted share award scheme shall be subject to the terms of the scheme and the listing rules of the Main Board of The Stock Exchange of Hong Kong Limited. Existing shares of the Company will be purchased by an independent trustee from the market out of cash contributed by the Group and be held in trust until such shares are awarded and vested in accordance with the provisions of the share award scheme.

No shares shall be purchased pursuant to the share award scheme if as a result of such purchase, the number of shares administered under the share award scheme shall exceed 10% of the issued capital of the Company. The maximum number of shares which may be granted to a participant at any one time or in aggregate may not exceed 1% of the issued capital of the Company at the adoption date.

Subject to any early termination as may be determined by the board, the share award scheme shall be valid and effective for a period of 10 years commencing the adopting date.

During the year ended December 31, 2022, no treasury shares were purchased on the market under the share award scheme. (2021: no treasury shares were purchased on the market under the share award scheme). During the year ended December 31, 2022, the Group awarded 3,640,000 treasury shares to eligible employees (2021: 200,000 treasury shares to eligible employees) and the share-based payments expense of approximately USD953,000 was recognized for the year (2021: approximately USD41,000). The weighted average market price at the date of the award was USD0.26 (2021: USD0.21).

33 Share-based payments (continued)

(c) Share award scheme (Treasury shares) (continued)

(ii) 2019 scheme

In March 2019, the Company operated the second restricted share award scheme (the “Second Scheme”) to provide incentive to encourage the participating employees for their contribution to the Group. The Second Scheme shall be subject to the administration of the administration committee and the Trustee in accordance with the scheme rules and the trust deed. The Trustee shall hold the trust fund in accordance with the terms of the Trust Deed.

No shares shall be purchased pursuant to the Second Scheme if as a result of such purchase, the number of Shares administered under the Second Scheme shall exceed 674,353,688 shares, being 10% of the issued share capital of the Company at the date of the adoption of the Second Scheme, or such other limit as determined by the administration committee at its sole discretion. The maximum number of award shares which may be granted to a selected participant at any one time or in aggregate may not exceed 67,435,368 shares, being 1% of the issued share capital of the Company at the same date.

Subject to any early termination as may be determined by the board, the Second Scheme shall remain valid and effective for a period of ten years commencing on March 26, 2019.

During the year ended December 31, 2022, 9,020,000 treasury shares (2021: 6,557,000 treasury shares) were purchased on the market under the second restricted share award scheme at consideration of approximately USD1,962,000 (2021: USD1,355,000). In 2022, the Group awarded 10,602,000 treasury shares (2021: 4,500,000) to eligible employees and the share-based payments expense of approximately USD1,762,000 was recognized (2021: USD894,000). The weighted average market price for the treasury shares granted at the date of grant was USD0.26 (2021: USD0.20) per share.

Notes to the Consolidated Financial Statements

34 Cash generated from operations

(a) Reconciliation of profit before income tax to net cash generated from operations.

	2022 USD'000	2021 USD'000
Profit before income tax	247,952	167,327
Adjustments for:		
– Amortization of intangible assets (Note 18)	39,450	39,370
– Depreciation of property, plant and equipment (Note 15)	177,110	187,753
– Depreciation of right-of-use assets (Note 17)	15,840	23,864
– Reversal of impairment of inventories	(48)	32,267
– Reversal of impairment losses on financial assets – net	(237)	(147)
– Impairment losses on interest in an associate	20,107	–
– Share based payment expenses (Note 33)	3,929	4,167
– Gains on disposal of property, plant and equipment, net (Note (b))	(1,106)	(1,207)
– Gain on disposal of subsidiaries (Note 36)	–	(5,147)
– Gain on revaluation of interest in joint ventures	–	(3,000)
– Changes in fair value of financial assets at fair value through profit or loss	416	2,572
– Gain on disposal of unlisted convertible preferred shares	–	(24,000)
– Finance income	(16,900)	(10,978)
– Finance costs	30,570	12,719
– Share of results of associates	25,655	7,600
Changes in working capital:		
– Inventories	20,531	(140,670)
– Trade and other receivables	373,307	(182,947)
– Trade and other payables	(304,730)	68,798
– Contract liabilities	3,879	(2,192)
Cash generated from operations	635,725	176,149

34 Cash generated from operations (continued)

- (b) In the consolidated statement of cash flows, proceeds from disposal of property, plant and equipment comprise:

	2022 USD'000	2021 USD'000
Net book amount (Note 15)	7,593	14,312
Gains on disposal of property, plant and equipment (Note 8)	1,106	1,207
Proceeds from disposal	8,699	15,519

(c) **Net debt reconciliation**

This section sets out an analysis of net debt and the movements in net debt during the year ended December 31, 2022 and 2021.

	2022 USD'000	2021 USD'000
Cash and cash equivalents	914,045	769,447
Bank borrowings – variable interest rates	(1,027,387)	(1,265,523)
Lease liabilities – fixed interest rates	(51,149)	(55,361)
Net debts	(164,491)	(551,437)

34 Cash generated from operations (continued)

(c) Net debt reconciliation (continued)

	Borrowings due within 1 year USD'000	Borrowings due after 1 year USD'000	Lease liabilities due within 1 year USD'000	Lease liabilities due after 1 year USD'000
At January 1, 2022	(689,891)	(575,632)	(8,949)	(46,412)
<i>Cash movements:</i>				
Proceeds from bank borrowings	(1,112,870)	–	–	–
Repayment for bank borrowings	1,338,548	–	–	–
Repayment for principal element of lease liabilities	–	–	12,029	–
Payment for interest expenses	28,840	–	1,730	–
	254,518	–	13,759	–
<i>Non-cash movements:</i>				
Accretion of interest expenses	(28,840)	–	(1,730)	–
Acquisition of leases	–	–	(1,330)	(3,814)
Reclassification	–	–	(7,890)	7,890
Effect on exchange difference arising on the translation of foreign operations	11,558	900	(1,559)	(1,114)
	(17,282)	900	(12,509)	2,962
At December 31, 2022	(452,655)	(574,732)	(7,699)	(43,450)

34 Cash generated from operations (continued)

(c) Net debt reconciliation (continued)

	Borrowings due within 1 year USD'000	Borrowings due after 1 year USD'000	Lease liabilities due within 1 year USD'000	Lease liabilities due after 1 year USD'000
At January 1, 2021	(604,370)	(574,559)	(17,044)	(28,553)
<i>Cash movements:</i>				
Proceeds from bank borrowings	(3,232,043)	–	–	–
Repayment for bank borrowings	3,151,009	–	–	–
Repayment for principal element of lease liabilities	–	–	22,217	–
Payment for interest expenses	11,259	–	1,460	–
	(69,775)	–	23,677	–
<i>Non-cash movements:</i>				
Accretion of interest expenses	(11,259)	–	(1,460)	–
Acquisition of subsidiaries (Note 35(a))	–	(1,141)	(1,144)	(5,455)
Acquisition of leases	–	–	(4,383)	(20,900)
Reclassification	–	–	(8,467)	8,467
Effect on exchange difference arising on the translation of foreign operations	(4,487)	68	(128)	29
	(15,746)	(1,073)	(15,582)	(17,859)
At December 31, 2021	(689,891)	(575,632)	(8,949)	(46,412)

35 Business combination

- (a) On October 4, 2021, the Group completed its acquisition of entire share capital of Sound Legend Limited (“SSI”), a company incorporated in the Cayman Islands. SSI is specialized in consumer electronic products including the manufacturing and research and development of acoustic components. The consideration was settled by the issuance of 176 million ordinary shares of the Company (“the additional shares”), being 2.46% issued share capital of the Company. In connection with the acquisition, the Group simultaneously entered into two linked agreements with the sellers of SSI which formed part of the identifiable assets acquired by the Group. According to the agreements, the Group was given an option to request the sellers to reacquire 5% of the share capital of SSI if SSI achieve certain performance targets within 2 years (“Repurchase Option”); and the sellers should refund the Group for any profits they make from selling the additional shares within 5 years (“Profit sharing agreement”). The Repurchase Option was assessed to be of minimal value as management did not foresee the performance targets would be achieved. The Profit sharing agreement was classified as financial assets at fair value through profit or loss and management assessed its fair value to be USD2,974,000 on the date of acquisition.

35 Business combination (continued)

(a) (continued)

	October 4, 2021 USD'000
Total consideration (Note (i))	36,059
Recognized amounts of identifiable assets acquired and liabilities assumed:	
Property, plant and equipment	38,716
Right-of-use assets	6,599
Intangible assets	14,331
Deferred tax assets	12,539
Cash and cash equivalents	4,306
Trade and other receivables	14,653
Inventories	3,706
Profit sharing agreement classified as financial assets at fair value through profit or loss	2,974
Trade and other payables	(71,091)
Borrowings	(1,141)
Lease liabilities	(6,599)
Deferred tax liabilities	(3,876)
Net identifiable assets acquired	15,117
Goodwill	20,942
	36,059
Inflow of cash from the acquisition of the business:	
– Cash and cash equivalents acquired	4,306

Note:

- (i) The consideration was settled by the way of allotment of 176 million additional ordinary shares ("the additional shares"), being 2.46% ordinary shares of the Group. As at October 4, 2021 (i.e. the Completion Date), the fair value of the Group's shares was HKD1.6 per shares.

Notes to the Consolidated Financial Statements

35 Business combination (continued)

- (b) On August 9, 2021, Belkin, a wholly-owned subsidiary of the Group acquired 45,000,000 shares of Phyn LLC (“Phyn”) which represented 50% of issued shares of Phyn for a cash consideration of USD3,000,000. Upon the completion of acquisition, Phyn become a wholly-owned subsidiary of the Group.

Belkin engaged an independent professional valuer to perform purchase price allocation exercise with reference to the business valuation using discounted cash flows forecast and market value approach. The recognized amounts of identifiable assets acquired and liabilities assumed are summarized as follows:

	August 9, 2021 USD'000
Cash consideration paid	3,000
Fair value of previously held equity interest (Note 20)	3,000
<hr/>	
Total consideration	6,000
Recognized amounts of identifiable assets acquired and liabilities assumed:	
Property, plant and equipment	49
Intangible assets	2,510
Cash and cash equivalents	762
Trade and other receivables	770
Inventories	682
Trade and other payables	(2,734)
<hr/>	
Net identified assets acquired	2,039
Goodwill	3,961
<hr/>	
	6,000
<hr/>	
Outflow of cash to acquire business, net of cash acquired:	
Cash consideration paid	(3,000)
– Less: Cash and cash equivalents acquired	762
<hr/>	
Net cash outflow on acquisition	(2,238)

36 Disposal of subsidiaries

Save as disclosed in Note 30(b), Fortinet initially acquired 2,118,000 CPS issued by Linksys and was granted an option to purchase additional shares in June 2021 which Fortinet did not exercise. On September 25, 2021, Fortinet further completed the subscription of additional 2,400,232 CPS ("New Shares") for a cash consideration of approximately USD85,000,000.

Upon issuance of the New Shares to Fortinet, the Group held only 49.21% voting rights in Linksys and lost its control over Linksys. Linksys was deemed disposed by the Group and was derecognized as a subsidiary from the Group.

The following table summarizes the carrying value of the net assets disposed at the date of the disposal and the consideration received, as well as the net cash flow relating to the disposal.

	September 25, 2021 USD'000
Carrying amounts of Linksys identifiable assets and liabilities at the date of deemed disposal:	
Property, plant and equipment	489
Intangible assets	21,435
Goodwill	65,000
Deferred tax assets	32,524
Cash and cash equivalents	45,289
Trade and other receivables	33,887
Inventories	86,492
Trade and other payables	(58,943)
Deferred tax liabilities	(4,129)
Net assets disposed of	222,044
Less: Net assets attributable to non-controlling interest	(72,164)
Net assets attributable to the Group	149,880
Cash consideration received	–
Add: Fair value of 49.21% equity interest retained as interest in an associate (Note 20(iii))	155,000
Less: Net assets attributable to the Group disposed of	(149,880)
Add: Realization of currency translation difference upon disposal	27
Gain on disposal of subsidiaries	5,147
Cash and cash equivalents disposed	(45,289)
Net cash outflow from the disposal	(45,289)

Notes to the Consolidated Financial Statements

37 Commitments

(a) Capital commitments

Capital commitments contracted for at consolidated balance sheet date but not yet incurred are as follows:

	2022 USD'000	2021 USD'000
– Investments in funds	18,023	9,461
– Property, plant and equipment	34,586	25,285
– Acquisition of business (Note)	200,000	–
	252,609	34,746

Note:

On January 2, 2023, the Company announced that a wholly-owned subsidiary of the Company entered into a share purchase agreement with Prettl Produktions Holding GmbH and SWH International Holding GmbH on December 31, 2022, pursuant to which the subsidiary conditionally agreed to purchase, and Prettl Produktions Holding GmbH and SWH International Holding GmbH conditionally agreed to sell, all Shares in Prettl SWH GmbH. Subject to various adjustments, the consideration will be approximately EUR186.6 million (approximately USD200,000,000). As of the date of this financial statements, the share purchase agreement has not been closed as relevant authorities had not granted their consents and approvals.

(b) Operating leases rental receivables – the Group as lessor

At the consolidated balance sheet date, minimum lease payments receivable under non-cancellable operating lease of properties not recognized in the consolidated financial statements are as follows:

	2022 USD'000	2021 USD'000
No later than 1 year	3,567	907
Later than 1 year and no later than 2 years	1,683	901
Later than 2 years and no later than 5 years	471	1,103
	5,721	2,911

38 Related-party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party, has joint control over the party or exercise significant influence over the other party in making financial and operation decisions. Parties are also considered to be related if they are subject to common control.

In addition to those disclosed elsewhere in the consolidated financial statements, the following is a summary of the significant transactions carried out between the Group and its related parties in the ordinary course of business during the years ended December 31, 2022 and 2021 and balances arising from related party transactions as at December 31, 2022 and 2021.

(a) The following transactions were carried out with the principal related parties:

Name of entities	Relationship with the Group
富士康精密電子(太原)有限公司("Foxconn Precision Electronics (Taiyuan) Co., Ltd.")*	Subsidiary of Hon Hai
富泰華工業(深圳)有限公司("Futaihua Industrial (Shenzhen) Co., Ltd.")*	Subsidiary of Hon Hai
鴻富錦精密工業(武漢)有限公司("Hongfujin Precision Industry (Wuhan) Co., Ltd.")*	Subsidiary of Hon Hai
鴻富錦精密電子(成都)有限公司("Hongfujin Precision Electronics (Chengdu) Co., Ltd.")*	Subsidiary of Hon Hai
鴻富錦精密電子(鄭州)有限公司("Hongfujin Precision Electronics (Zhenzhou) Co., Ltd.")*	Subsidiary of Hon Hai
鴻富錦精密電子(天津)有限公司("HongFuJing Precision Electronics (TianJin) Co., Ltd.")*	Subsidiary of Hon Hai
Foxconn Technology Pte. Ltd.	Associate of Hon Hai
IRIS World Enterprises Limited	Associate of Hon Hai
FUHONG Precision Component (Bac Giang) Limited	Subsidiary of Hon Hai
鴻富錦精密工業(深圳)有限公司("Hongfujin Precision Industry (Shenzhen) Co., Ltd.")*	Subsidiary of Hon Hai
新海洋精密組件(江西)有限公司("New Ocean Precision Component (Jiangxi) Co., Ltd.")*	Associate of Hon Hai
富準精密模具(淮安)有限公司("Fuzhun Precision Tooling (Huaian) Co., Ltd.")*	Subsidiary of Hon Hai
新海洋精密組件(贛州)有限公司("New Ocean Precision Component (Ganzhou) Co., Ltd.")*	Associate of Hon Hai
鴻海精密工業股份有限公司("Hon Hai Precision Industry Co., Ltd.")*	Ultimate Holding Company
富葵精密組件(深圳)有限公司("Fukwai Precision Component (Shenzhen) Co., Ltd.")*	Associate of Hon Hai
深圳富能新能源科技有限公司("Shenzhen Fox-Energy Technology Co., Ltd")*	Subsidiary of Hon Hai
Sharp Corporation	Associate of Hon Hai
Carston Limited	Subsidiary of Hon Hai
Success Rise Enterprises Limited	Subsidiary of Hon Hai

* for identification purpose only

38 Related-party transactions (continued)

(a) The following transactions were carried out with the principal related parties: (continued)

	2022 USD'000	2021 USD'000
(i) Sales of goods		
– Hon Hai	33,084	67,584
– Subsidiaries of Hon Hai	380,231	219,011
– Associates of Hon Hai	193,650	356,091
	606,965	642,686
(ii) Sales of services		
– Hon Hai	1,442	1,534
– Subsidiaries of Hon Hai	3,395	3,612
– Associates of Hon Hai	335	356
	5,172	5,502
(iii) Purchase of goods		
– Hon Hai	6,298	9,995
– Subsidiaries of Hon Hai	232,676	218,721
– Associates of Hon Hai	96,351	160,410
	335,325	389,126
(iv) Purchase of property, plant and equipment and right-of-use assets		
– Hon Hai	136	1,357
– Subsidiaries of Hon Hai	6,276	5,268
– Associates of Hon Hai	6,065	7,890
	12,477	14,515

38 Related-party transactions (continued)

(a) The following transactions were carried out with the principal related parties: (continued)

	2022 USD'000	2021 USD'000
(v) Subcontracting expenses		
– Hon Hai	1,444	1,531
– Subsidiaries of Hon Hai	11,289	14,463
– Associates of Hon Hai	–	197
	12,733	16,191
(vi) Shared services expenses		
– Hon Hai	92	–
– Subsidiaries of Hon Hai	1,012	928
– Associates of Hon Hai	496	101
	1,600	1,029
(vii) Molding costs		
– Hon Hai	–	3
– Subsidiaries of Hon Hai	32,603	53,421
– Associates of Hon Hai	924	2,409
	33,527	55,833
(viii) Rental income		
– Subsidiaries of Hon Hai	1,778	77
– Associates of Hon Hai	1,126	1,370
	2,904	1,447

38 Related-party transactions (continued)

(a) The following transactions were carried out with the principal related parties: (continued)

	2022 USD'000	2021 USD'000
(ix) Payments for lease contracts		
– Hon Hai	1,023	1,176
– Subsidiaries of Hon Hai	3,802	5,139
– Associates of Hon Hai	229	226
	5,054	6,541
(x) Payments for licenses		
– Hon Hai	1,548	1,548
(xi) Disposal of property, plant and equipment		
– Subsidiaries of Hon Hai	1,051	2,210
– Associates of Hon Hai	264	245
	1,315	2,455
(xii) Compensation income received for the convertible preferred shares – Kantatsu		
– An associate of Hon Hai	–	24,000
(xiii) Key management compensation		
Salaries, wages and bonuses	10,449	6,576
Pension, housing fund, medical insurance and other social insurances	38	43
Share-based payment expenses	2,030	3,407
	12,517	10,026

The above related party transactions were carried out on terms mutually agreed between the parties. In the opinion of the directors of the Company, these transactions are in the ordinary course of business of the Group and in accordance with the terms of the underlying agreements.

38 Related-party transactions (continued)

(b) Balances with related parties:

	2022 USD'000	2021 USD'000
Amounts due from related parties:		
(i) Trade receivables:		
– Hon Hai	1,168	15,133
– Subsidiaries of Hon Hai	87,193	86,004
– Associates of Hon Hai	62,778	73,390
	151,139	174,527
(ii) Other receivables:		
– Hon Hai	5,289	6,391
– Subsidiaries of Hon Hai	4,832	888
– Associates of Hon Hai	222	294
	10,343	7,573
(iii) Prepayments:		
– Subsidiaries of Hon Hai	–	3,034
– Associates of Hon Hai	3,299	11,095
	3,299	14,129

38 Related-party transactions (continued)

(b) Balances with related parties: (continued)

	2022 USD'000	2021 USD'000
Amounts due to related parties:		
(i) Trade payables:		
– Hon Hai	192	1,474
– Subsidiaries of Hon Hai	27,292	35,969
– Associates of Hon Hai	45,065	35,203
	72,549	72,646
(ii) Other payables:		
– Hon Hai	478	532
– Subsidiaries of Hon Hai	13,786	5,291
– Associates of Hon Hai	2,755	22,184
	17,019	28,007
(iii) Payable for acquisition of licenses:		
– Hon Hai	977	2,525

Note:

The above balances with related parties were unsecured, interest-free and repayable on demand. The carrying amounts of these balances approximated their fair values.

For trade receivables with related parties, the Group applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance. For amount due from related parties, the Group applies the IFRS 9 general approach to measure expected credit losses which uses a 3-stage model to measure loss allowance. As at December 31, 2022 and 2021, management considered that the expected credit loss for intercompany receivables were immaterial; thus no loss allowance was made. The amounts due from related companies do not contain impaired assets. The Company does not hold any collateral as security.

39 Financial instruments by category

	2022 USD'000	2021 USD'000
Financial assets		
Financial assets at amortized cost		
Trade receivables	720,004	1,032,829
Deposits and other receivables	29,434	26,518
Finance lease receivables	35,318	51,814
Short-term bank deposits	65,829	98,013
Cash and cash equivalents	914,045	769,447
Financial assets at fair value through other comprehensive income	9,996	28,590
Financial assets at fair value through profit or loss	47,135	45,987
	1,821,761	2,053,198
Financial liabilities		
Financial liabilities at amortized cost		
Trade and other payables	876,513	1,012,092
Borrowings	1,027,387	1,265,523
Lease liabilities	51,149	55,361
	1,955,049	2,332,976

Notes to the Consolidated Financial Statements

40 Balance sheet of the Company

	Note	2022 USD'000	2021 USD'000
ASSETS			
Non-current assets			
Property, plant and equipment		14,593	13,528
Intangible assets		6,718	9,490
Interests in subsidiaries		2,125,982	2,124,309
Interests in associates		104,678	117,657
Financial assets at fair value through other comprehensive income		25,666	24,491
Financial assets at fair value through profit or loss		34,494	30,852
Deposits, prepayments and other receivables		1,175	842
Deferred income tax assets		4,602	27,769
Total non-current assets		2,317,908	2,348,938
Current assets			
Inventories		167,831	216,895
Trade and other receivables		698,115	1,219,600
Financial assets at fair value through profit or loss		562	871
Cash and cash equivalents		370,686	144,882
Total current assets		1,237,194	1,582,248
Total assets		3,555,102	3,931,186
EQUITY			
Equity attributable to owners of the Company			
Share capital		142,160	139,326
Treasury shares		(91,759)	(92,512)
Reserves	(a)	1,734,785	1,843,994
Total equity		1,785,186	1,890,808

40 Balance sheet of the Company (continued)

	Note	2022 USD'000	2021 USD'000
LIABILITIES			
Non-current liabilities			
Bank borrowings		574,732	574,514
Deposits received and other payables		1,368	1,632
Total non-current liabilities		576,100	576,146
Current liabilities			
Trade and other payables		1,024,445	1,183,719
Bank borrowings		129,894	256,575
Current income tax liabilities		39,477	23,938
Total current liabilities		1,193,816	1,464,232
Total liabilities		1,769,916	2,040,378
Total equity and liabilities		3,555,102	3,931,186

Notes to the Consolidated Financial Statements

40 Balance sheet of the Company (continued)

(a) Reserve movement of the Company

	Retained earnings USD'000	Other reserves USD'000	Total USD'000
Balance as at January 1, 2021	526,178	1,147,105	1,673,283
Comprehensive income			
– Profit for the year	130,559	–	130,559
Other comprehensive income			
– Currency translation differences	–	712	712
– Fair value change in financial assets at fair value through other comprehensive income	–	4,848	4,848
Total comprehensive income for the year	130,559	5,560	136,119
Transaction with owners			
– Issuance of ordinary shares as consideration for a business combination	–	32,626	32,626
– Exercise of share grant plan	–	(1,269)	(1,269)
– Exercise of share option	–	3	3
– Senior management and employees' share grant scheme and share award scheme	–	3,232	3,232
Total transactions with owners, recognized directly in equity	–	34,592	34,592
Balance at December 31, 2021	657,737	1,187,257	1,843,994

40 Balance sheet of the Company (continued)

(a) Reserve movement of the Company (continued)

	Retained earnings USD'000	Other reserves USD'000	Total USD'000
Balance as at January 1, 2022	656,737	1,187,257	1,843,994
Comprehensive loss			
– Loss for the year	(68,361)	–	(68,361)
Other comprehensive loss			
– Currency translation differences	–	(37,436)	(37,436)
– Fair value change in financial assets at fair value through other comprehensive income	–	(1,792)	(1,792)
Total comprehensive loss for the year	(68,361)	(39,228)	(107,589)
Transaction with owners			
– Exercise of share grant plan	–	(2,834)	(2,834)
– Senior management and employees' share grant scheme and share award scheme	–	1,214	1,214
Total transactions with owners, recognized directly in equity	–	(1,620)	(1,620)
Balance at December 31, 2022	588,376	1,146,409	1,734,785

Definitions

“AGM”	the forthcoming annual general meeting of the Company to be held on June 21, 2023;
“Articles of Association”	the articles of association of the Company;
“Audit Committee”	the audit committee of the Board;
“Board” or “Board of Directors”	the board of Directors of the Company;
“China” or “PRC”	the People’s Republic of China; for the purpose of this Annual Report only, references to “China” or the “PRC” do not include Taiwan, the Macau Special Administrative Region and Hong Kong;
“Company”	FIT Hon Teng Limited (鴻騰六零八八精密科技股份有限公司), a company incorporated in the Cayman Islands with limited liability under the name Foxconn Interconnect Technology Limited and carrying on business in Hong Kong as FIT Hon Teng Limited, the Shares of which are listed on the Main Board of the Stock Exchange;
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules;
“Director(s)”	director(s) of the Company;
“Environmental, Social and Governance Committee”	the environmental, social and governance committee of the Board;
“ESG”	environmental, social and governance;
“First Restricted Share Award Scheme”	the restricted share award scheme approved and adopted by the Company on January 31, 2018 and amended on May 15, 2018 (as restated, supplemented and amended from time to time);
“Group”, “our Group”, “we” or “us”	the Company and its subsidiaries;
“Hon Hai”	Hon Hai Precision Industry Co., Ltd. (鴻海精密工業股份有限公司), a limited liability company established in Taiwan and listed on the Taiwan Stock Exchange (Stock Code: 2317), which is the controlling shareholder of the Company;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“IFRSs”	International Financial Reporting Standards;

“IPO”	the initial public offering of Shares and listing of the Group on the Stock Exchange on July 13, 2017;
“Latest Practicable Date”	April 21, 2023, being the latest practicable date prior to the printing of this Annual Report for the purpose of ascertaining certain information contained in this Annual Report;
“Linksys”	Linksys Holdings, Inc., a company incorporated in the Cayman Islands with limited liability, which was formerly a subsidiary of the Company;
“Listing Date”	the date on which dealings in the Shares first commenced on the Stock Exchange, i.e. July 13, 2017;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange, as amended and supplemented from time to time;
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules;
“Nomination Committee”	the nomination committee of the Board;
“Prospectus”	the prospectus dated June 29, 2017 issued by the Company;
“Remuneration Committee”	the remuneration committee of the Board;
“Restricted Share Award Schemes”	the First Restricted Share Award Scheme and the Second Restricted Share Award Scheme;
“RMB”	Renminbi, the lawful currency of the PRC;
“Second Restricted Share Award Scheme”	the restricted share award scheme approved and adopted by the Company on February 11, 2019 (as restated, supplemented and amended from time to time);
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Share(s)”	ordinary share(s) with nominal value of US\$0.01953125 each in the issued capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company;
“Shareholder(s)”	holder(s) of the Share(s);

Definitions

“Share Grant Scheme”	the share grant scheme approved and adopted by the Company on January 5, 2015, and the rules and interpretations thereof further adopted by the Board on November 4, 2016;
“Share Option Scheme”	the share option scheme conditionally approved and adopted by our Shareholders on December 19, 2017;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Subsidiary(ies)”	the subsidiary(ies) of the Company;
“U.S.” or “United States”	the United States of America;
“US\$” or “U.S. dollar(s)”	United States dollars, the lawful currency of the United States;
“Vietnam”	the Socialist Republic of Vietnam;
“VND”	Vietnamese dong, the lawful currency of Vietnam; and
“%”	percent.