

Stock code : 6189



PROMATE ELECTRONIC CO., LTD

Handbook for the 2022 Annual Meeting of Shareholders

Time of Shareholders' Meeting: 9:00 a.m., June 15, 2022

Location of Shareholders' Meeting: Conference Room, 3rd Floor, No. 32, Section 1, Huanshan Road, Neihu District, Taipei City

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PROMATE ELECTRONIC CO., LTD
Procedures for the 2022 General Meeting of
Shareholders

1. Chairman's address
2. Report matters
3. Recognize matters
4. Discuss matters
5. Election matters
6. Other proposals
7. Provisional motion
8. Adjournment

PROMATE ELECTRONIC CO., LTD

Agenda of the 2022 General Meeting of Shareholders

1. Time: June 15, 2022 (Wednesday) at 9 o'clock in the morning
2. Location: 3rd Floor (Meeting Room), No. 32, Section 1, Huanshan Road, Neihu District, Taipei City
3. Method of convening: Entity shareholders' meeting.
4. Report the total number of shares attending
5. Chairman's address
6. Report matters
 - (1) The business report for the year 2021.
 - (2) The Audit Committee reviewed the report of the 2021 final accounts.
 - (3) The total report of endorsement and guarantee responsibilities for the year 2021.
 - (4) Directors' remuneration and employee remuneration distribution report for the year 2021.
 - (5) 2021 Annual Report on Directors' Remuneration.
7. Recognize matters
 - (1) Recognize the 2021 business report and financial statement proposal.
 - (2) Recognize the surplus distribution case for the year 2021.
8. Discuss matters
 - (1) Amendment to the "Articles of Association" of the company.
 - (2) Amendment to the "Rules of Procedure of Shareholders' Meetings" of the company.
 - (3) Amendment of the Company's "Procedures for Acquisition or Disposal of Assets".
 - (4) Amendment of the Company's "Methods for Election of Directors".
9. Election matters
Re-election of Directors of the Company.
10. Other proposals
Restriction case of the new director's non-competition limitation.
11. Provisional motion
12. Adjournment

I. Chairman's address

II. Report matters

i. The business report for the year 2021.

Description: Please refer to appendix 1 "2021 Business Report".

ii. The Audit Committee reviewed the report of the 2021 final accounts.

Description: Please refer to Appendix 2 "Agreement and Audit Report of the Audit Committee for the Year 2021".

iii. Report on the total amount of endorsement and guarantee responsibilities for the year 2021.

Description: As of December 31, 2021, the amount of the external endorsement guarantee, (please refer to the attached table), did not exceed the limit stipulated in the company's "Endorsement Guarantee Operation Method". The nature of the guarantee is financing guarantee. The objects are all subsidiaries of the company or reinvestment businesses.

Unit: NTD1000

Endorser company name	Object of endorsement guarantee		Amount of a single enterprise endorsement guarantee limit	Maximum endorsement guarantee balance for the current period	Endorsement guarantee balance at the end of the period	Amount of endorsement guaranteed by property	Ratio of the accumulated endorsement guarantee amount to the net value of the latest financial statement%	Maximum amount of endorsement guarantee
	company name	relationship						
The company	Promate Electronics (Shanghai) Co., Ltd.	Note 1	\$ 1,623,667	\$ 26,370	\$ 26,064	\$ -	0.56	\$2,319,525
	Jiahefeng Electronics (Shenzhen) Co., Ltd.		\$ 1,623,667	\$ 52,608	\$ 21,720	\$ -	0.47	\$2,319,525
Promate Electronics (Shanghai) Co., Ltd.	Jiahefeng Electronics (Shenzhen) Co., Ltd.		\$ 1,623,667	\$ 26,304	\$ 26,064	\$ 26,064	0.56	\$2,319,525

Note 1 : A subsidiary of the company.

Note 2 :

- (1) The endorsement guarantee limit is based on the company's compliance with Article 36 and Article 38 of the Securities Exchange Law and the Securities and Futures Management Commission of the Ministry of Finance on February 12, 1997 (86) Taiwan Caizheng (6) No. 00669 Procedures for endorsements and guarantees approved by the letter and the shareholders' meeting; the total amount of the company's external endorsement guarantee is 50% of the net equity value and the limit of the endorsement guarantee for a single company is 35% of the net equity value.
- (2) According to the above regulations, the maximum limit of the company's 2021 endorsement guarantee is the net value of 4,639,049 (NTD1000) \times 50% = 2,319,525 (NTD1000); in addition, the net value of the endorsement guarantee for a single enterprise is 4,639,049 (NTD1000). \times 35% = 1,623,667 (NTD1000).

iv. The report on directors' remuneration and employee remuneration distribution for the year 2021.

Note: In accordance with the company's articles of association, NTD 80,500,000 of employee remuneration and NTD 16,500,000 of directors' remuneration are set forth and paid in cash.

v. 2021 Annual Report on Directors' Remuneration.

Notes:

1. The remuneration payment policy, system, standard and structure of general directors and independent directors of the Company, and the correlation with the amount of remuneration paid according to the responsibilities, risks, investment time and other factors:
 - a. According to Article 16, Chapter 4 of the Articles of Association of the Company, the remuneration of all directors is authorized to be agreed by the board of directors according to the degree of their participation in the operation of the Company and the value of their contribution, regardless of the profit and loss of the operation.

- b. The Company regularly evaluates the remuneration of directors in accordance with the Measures for Performance Evaluation of the Board of Directors, and according to Article 20, Chapter 6 of the Articles of Association, no more than 3% of the annual remuneration of directors shall be allocated.
 - c. The remuneration committee will give reasonable remuneration after considering the degree of participation in the company's operation, contribution value, whether there are moral hazard events or other risk events that have negative impact on the company's image and goodwill, improper internal management, personnel abuse and other comprehensive considerations, as well as the overall operating conditions of the company.
2. Please refer to Appendix 3 for details of individual details of directors' remuneration of the Company in 2021, and submit the report to the shareholders' meeting in accordance with Article 10-1 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

III. Recognize matters

Case 1: proposed by the board of directors

Proceedings: Recognition of the 2021 business report and financial statements.

Description: The 2021 financial statements and consolidated financial statements have been prepared, and the accountant has issued an unqualified opinion (please refer to Appendix 4) and financial statements (please refer to Appendix 5), please acknowledge.

Resolution:

Case 2: proposed by the board of directors

Proceedings: Recognition of the 2021 surplus distribution case.

Description:

1. Please refer to Appendix 6 for the company's surplus distribution table for 2021.
2. The proposed distribution of cash dividends to shareholders is NTD3.78 per share, totaling NTD737,020,907.
3. The distribution of cash dividends for each shareholder is calculated to the end of the NTD, and the total amount below the NTD, the abnormal amount of less than one NTD, will be transferred to the Promate Electronics Employee Welfare Committee, and the chairman of the board will be authorized to set another dividend base date after the shareholders' meeting has passed it, and it shall be handled according to law.
4. If the number of outstanding shares changes due to the conversion of convertible bonds to ordinary shares or the repurchase of treasury shares, and the dividend ratio needs to be adjusted, it is proposed to authorize the chairman of the board to deal with it.

Resolution:

IV. Discuss matters

Case 1: proposed by the board of directors

Proceedings: Amend the "Articles of Association" of the company.

Description:

1. In order to make the Company's shareholders' meeting more diversified, according to the provisions of Paragraph 1, Article 172-2 of the Company Law, the company's articles of association expressly stipulate that the shareholders' meeting can be held by video conference or other means announced by the central competent authority, so as to amend the relevant provisions of the company's articles of association.
2. According to JGZF No.1090150022, the special surplus reserve is set aside in accordance with Article 41 of the published Securities and Exchange Act, and relevant articles of the Articles of Association are amended.

3. Please refer to Appendix 7 for the comparison table of amendments to the "Articles of Association" of the company.

Resolution:

Case 2: proposed by the board of directors

Proceedings: Amendment of the Company's Rules of Procedure for Shareholders' Meeting.

Notes:

1. In accordance with paragraph 2 of Article 182-1 of the Company Law.
2. In response to the amendment of Article 172-2 of the Company Law, in order to meet the needs of the digital age and provide a channel for shareholders to participate in the shareholders' meeting, the relevant provisions of the rules of procedure of the shareholders' meeting of the Company are amended.
3. Please refer to Appendix 8 for the revised comparison table of the Rules of Procedure for Shareholders' Meeting of the Company.

Resolution:

Case 3: proposed by the board of directors

Proceedings: Amendment of the Company's "Procedures for Acquisition or Disposal of Assets".

Description:

1. Amend the Company's "Procedures for Handling Acquisition or Disposal of Assets" according to the Financial Supervision and Administration Commission's Order No.1110380465 dated January 28, 2022.
2. This case was discussed and approved by the Audit Committee on March 16, 2022, and submitted to the Board of Directors for resolution. Please refer to Appendix 9 for the comparison table of the revised provisions of the Company's Procedures for Handling Acquisition or Disposal of Assets.

Resolution:

Case 4: proposed by the board of directors

Proceedings: Amendment of the Company's "Methods for Election of Directors".

Description:

1. According to the letter TZZL No.1090009468 dated June 3, 2020, some provisions were amended.
2. Please refer to Appendix 10 for the comparison table of amendments to the Company's "Methods for Election of Directors".

Resolution:

V. Election matters

Proceedings: Re-election of Directors of the Company. (Proposed by Board of Directors)

Description:

1. The term of office of all directors of the Company expired on June 13, 2022, and they were re-elected at the 2022 ordinary shareholders' meeting according to law.
2. According to Article 13 of the Articles of Association, nine directors (including four independent directors) were re-elected for a term of three years, from June 15, 2022 to June 14, 2025. The former director extended his executive position until the new director was elected.

3. The Company's directors (including independent directors) adopt the candidate nomination system, which is selected by shareholders from the list of director candidates.

Title	Name	Shares held when elected (shares)	Education/work experience	Nomination reasons for having served as an independent director for three consecutive terms
Director	Eric Chen	8,667,851	Bachelor's degree, Electronics Physics, National Chiao Tung University Engineer, Texas Instruments President and GM, Promate Electronic Co., Ltd.	-
Director	Cheer Du	3,385,088	Bachelor Degree, Economy, National Taiwan University COO, Promate Electronic Co., Ltd. President and GM, Promate Solutions Corporation	-
Director	Ciou-Jiang Hu	2,248,949	PhD, Graduate Institute of Technology Management, National Chiao Tung University President and GM, Promate Solutions Corporation, Weikeng Group	-
Director	Yi-Lin Song	2,607,000	Department of Electronic Engineering, Chien Hsin University of Science and Technology Director, Promate Electronic (Shanghai) Company Limited Director, PROMATE Electronic (Shenzhen) Co., Ltd	-
Director	Chuang Fong investment Co., Ltd.	3,694,901	None	-
Independent Director	Jiang-Long Guo	0	Bachelor's degree, Physics Engineering, National Chiao Tung University General Manager, Texas Instruments Semiconductor Marketing Business in China Independent Director of M3 TECHNOLOGY INC. Independent Director of WELTREND SEMICONDUCTOR INCORPORATED	Although he has served as an independent director for more than three times, he has not violated Article 30 of the Company Law, and he has more than 30 years' experience in the semiconductor industry chain. He can rely on his expertise when performing the functions and powers of the independent director and the audit committee, so as to improve the corporate governance management quality of the board of directors.
Independent Director	Siou-Ming Huang	0	Master Degree, Electrical Engineering, Michigan State University, USA Executive Director, Sales and Application, Asia-Pacific Region, Maxim Integrated Products, Inc	Although he has served as an independent director for more than three times, he has not violated Article 30 of the Company Law, and he has more than 30 years' experience in the semiconductor industry chain. He can rely on his expertise when performing the functions and powers of the independent director and the audit committee, so as to improve the corporate governance management quality of the board of directors.
Independent Director	Ming-Jhen Jhu	0	Master Degree, Electrical Machine, University of California General Manager of FIC Global,	-

			Inc. President, Ubiqconn Technology Inc. Vice President, 3CEMS Group.	
Independent Director	Chen, Mei-Chi	0	EMBA, National Taiwan University Bank Department, National Chengchi University President, Chenbro Micom Co., Ltd.	-

Result of election:

VI. Other proposals

Proceedings: Restriction of the new director's non-competition limitation. (Proposed by Board of Directors)

Notes:

1. According to Article 209 of the Company Law, "A director shall explain the important contents of his or her behavior to the shareholders' meeting and obtain his or her permission for his or her behavior within the company's business scope".
2. This case intends to ask the shareholders' meeting for permission to lift the non-competition restriction of the new directors and their representatives of the Company. Please refer to Appendix 11 for the non-competition content of the new directors.

VII. Provisional motion

VIII. Adjournment

PROMATE ELECTRONIC CO., LTD

2021 Business Report

i. 2021 Business Report

(i) Business plan implementation results

Paragraphs	2021	2020	Increase (decrease) amount	Increase (decrease)%
Business income	32,469,053	26,710,813	5,758,240	21.56
Business interest	1,234,817	1,032,481	202,336	19.60
Net profit after tax	848,904	604,676	244,228	40.39

(ii) Budget execution

The Group did not disclose its financial forecasts in 2021, so there is no situation in which the budget has been reached.

(iii) Financial income and expenditure and profitability analysis

Paragraphs		2021	2020
Financial structure (%)	Debt to assets ratio	67.10	64.60
	Ratio of long-term funds to real estate, plant and equipment	1,767.20	1,475.72
Solvency (%)	Current ratio	156.19	174.68
	Quick ratio	114.61	137.15
	Interest coverage ratio	19.79	11.04
Profitability	Return on assets (%)	6.56	6.02
	Return on equity (%)	18.32	14.57
	Ratio of net profit before tax to paid-in capital (%)	54.78	41.74
	Net profit rate (%)	2.61	2.26
	Earnings per share (NTD)	4.31	2.99

(iv) Research development status

Research and development expenditures in the last three years

Unit: NTD1000

	2019	2020	2021
R&D expenses	86,313	70,959	70,364
R&D expenses as a percentage of revenue	0.38%	0.27%	0.22%

The company has successfully represented domestic and foreign electronic manufacturers' components and products. It has FAE and R&D personnel, mainly to provide customers with technical support for product use, and to help customers save R&D expenses and shorten the time to market. It provides customers complete solutions, including panel displays, wireless links, terminal servers, automotive electronic applications and specific application chips, low-power, high-efficiency power management IC solutions, etc., focusing on niche specific market segments to enhance the company's added value.

ii. Summary of this (2022) annual business plan

According to International Monetary Fund's (IMF) latest reports that published on *World Economic Outlook in 2021/10*, the global economic growth was predicted to reduce from 6.0% in July to 5.9%; and that of 2022 also presented a small drop and maintained at 4.9%. Yes, there has been a budding economic recovery, however, impacts of the COVID-19 pandemic spread across borders disrupting international supply chains, and also weakening the growth momentum. Therefore, IMF has reduced the economic growth among developed countries from 5.6% in July to 5.2%, as the economic conditions in low-income and developing countries continue to deteriorate, which offsets that of emerging markets and developed countries with strong economic outlook through bulk commodities export recently.

(i) Management policy and production and sales policy

- (1) To implement the sustainable operation of the enterprise with the thinking concepts of humanistic innocence, forward-looking technological capabilities, value-added partnership, and giving back to the wishes of the society, to strengthen the self-humanity of employees, the company can enhance the high integration of work and life, and it can continue to enrich professional skills and strengthen partnerships with upstream and downstream manufacturers to strengthen partnerships, and it can jointly create the added value, create a win-win business, and pursue sustainability.
- (2) The professional technical team provides the customers with complete supply planning to coordinate with the production plans of downstream system manufacturers, assist customers in shortening product development time, and provide customers with complete solutions, so that the customers can focus more on their own core technology research and development, and the customers can shorten the new product development, seize market opportunities, and then improve its overall efficiency and competitiveness, and increase the satisfaction of the final market and the company's added value.
- (3) Clarifying the product market positioning, focusing on the familiar industries, and distributing the product lines, LCD panels, special application chips, power management ICs and wireless communication products, the Company is positioned in the high-technology and high-value-added design-in market, with the application fields covering the information, consumer electronics and communication industries. The technological competitiveness has become the Promate's greatest competitive advantage, forming a professional separation between the Promate and other agents and a clear market separation with domestic companies in the same industry.

(ii) Expected sales quantity and its basis

The various electronic components for agent sales by the Company are used in various electronic consumer products and industrial fields, such as personal computers, information home appliances, broadband network, wireless communication systems, advertising systems, marine instruments, and medical equipment, with a wide range of applications and deep into the general family life field. Looking forward to 2022, the global economy is full of uncertain factors affecting the domestic and foreign prosperity, considering the upstream and downstream industries and related electronic consumer market supply and demand, as well as the agency of the original factory's expected target and internal business planning, the growth of related product sales in 2022 is challenging but still cautiously optimistic.

Promate Electronic Co., Ltd. will continue to develop potential agent products in all fields in 2022, and meanwhile aim at intensifying its core competitive ability to march into critical key components and products with high added values of high-growth industry in mid-and-long term prudent mode. Besides, to cope with the risings of interest rate of this year, the Company will continue to maintain a stable financial structure and favourable cash flow, thus to reduce its future development risks, and add revenue and profit-making motion meanwhile. So please support, give advice and offer encouragement as always, to maximize the interests of shareholders via increased performance and ongoing growth.

Sincerely yours,

Chairman: Chen Chengfang

Manager: Chen Chengfang

Accounting Supervisor: Qiu Huiling

Appendix 2: Audit Committee Approval and Audit Report for the 2021 Annual

PROMATE ELECTRONIC CO., LTD

Audit Committee's Approval and Inspection Report

Hereby Approve

The board of directors of the company prepared the 2021 business report, financial statements, and surplus distribution proposal. The financial statements were reviewed by Deloitte & Touche Accountants, Wong, Bo-Ren and CHEN, HUI-MING, and issued an unqualified review report. The accountant has communicated with the audit committee on the key audit paragraphs in the audit report. The Audit Committee found that there is no discrepancy after reviewing the aforementioned forms. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law, the Audit Committee has prepared a report for verification.

Best regards.

PROMATE ELECTRONIC CO., LTD 2022 Annual General Meeting of Shareholders

Convener of the Audit Committee: Hu, Han-Liang

March 16, 2022

Statement of Financial Report on Consolidation of Related Enterprises

In the year 2021 of the company (from January 1 to December 31, 2021), in accordance with the "Compilation Standards for Consolidated Financial Statements of Affiliated Companies and Consolidated Financial Statements of Related Enterprises" according to International Financial Reporting Standard No. 10, the companies that should be included in the preparation of the consolidated financial statements of the parent and subsidiary companies are all the same, and the relevant information that should be disclosed in the consolidated financial statements of the affiliated companies has been disclosed in the previously disclosed consolidated financial reports of the parent and subsidiary companies, and will not be prepared separately by the consolidated financial statements of related companies.

Hereby above declaration.

Company name: PROMATE ELECTRONIC CO., LTD

Person in charge: Chen Chengfang

March 16, 2022

Appendix 3: Contents of Director's Remuneration

Title	Name	Director's remuneration								Total amounts of A, B, C and D and percentage in profit after tax % (Note 10)		Pay received as an employee								Total amounts of A, B, C, D, E, F and G and percentage in profit after tax % (Note 10)		Remuneration received from invested companies other than subsidiaries or the parent company (Note 11)
		Remuneration (A) (Note 2)		Pension (B)		Remuneration to directors (C) (Note 3)		Business expense (D) (Note 4)				Salary, bonus and special allowance (E) (Note 5)		(F) Pension (F)		Employee compensation (G) (Note 6)						
		The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	The Company	All Consolidated Entities (Note7)	Cash Amount	Stock Amount	Cash Amount	Stock Amount	
Chairman	Eric Chen	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	5,032	5,032	-	-	6,600	-	6,600	-	1.72%	1.72%	-
Director	Cheer Du	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	4,600	6,256	-	-	7,800	-	7,800	-	1.82%	2.03%	-
Director	Ciou-Jiang Hu	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	-	-	-	-	-	-	-	-	0.26%	0.26%	-
Director	Chuang Fong investment Co., Ltd.(Representative: Ming-Jhen Jhu)	-	-	-	-	4,125	4,125	-	-	0.52%	0.52%	-	-	-	-	-	-	-	-	0.52%	0.52%	-
Independent Director	Jiang-Long Guo	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	-	-	-	-	-	-	-	-	0.26%	0.26%	-
Independent Director	Siou-Ming Huang	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	-	-	-	-	-	-	-	-	0.26%	0.26%	-
Independent Director	Han-Liang Hu	-	-	-	-	2,063	2,063	-	-	0.26%	0.26%	-	-	-	-	-	-	-	-	0.26%	0.26%	-

1. Please describe the policy, system, standard, and structure of remuneration to independent directors, and the correlation between duties, risk, and time input with the amount of remuneration: The Company has made regular assessments on director's remuneration according to "Performance Assessment Methods for Board of Directors". According to Article 17 of Chapter 6 in *Articles of Association*, and in case of having a profit of this year (namely income before tax by deducting staff and director remunerations), shall allocate not more than 3% as directors' remunerations by referring their degree of participation in company operation, contributed values, whether involved in any ethical risk event or others which may cause adverse effects on company image and reputation, such as improper inner management and personnel fraud, etc., as well as company's operating status comprehensively and reasonably.

2. In addition to the above disclosures, directors' remuneration from service provision (e.g. assumed as non-employee consultant of patent company/all companies in financial statements/invested enterprises) of recent years: No

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Promate Electronics Co. Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Promate Electronics Co. Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in the Group's consolidated financial statements for the year ended December 31, 2021 is stated as follows:

Occurrence of shipment with revenue gained from specific clients

The Group specializes in trading distributed components, Liquid Crystal Display products, and image processing IC. Based on the materiality and auditing standards, revenue recognition is presumed to be a significant risk. Therefore, the engaging partner believes that the existence of sales

revenue with specific clients would materially affect the occurrence of the financial statement, which is the reason the audit team listed the occurrence of shipment with sales revenue from certain clients as the key audit matter of 2021 audit process. Refer to note 4(12) for more details of revenue recognition policy.

Our main audit procedures performed in respect of above matter include the following:

1. We understood the internal control procedures for revenue recognition and the relevant approval process followed by the Group's management.
2. We understood the internal control procedures for revenue recognition and the relevant approval process followed by the Group's management.
3. We ascertained sales returns and discounts that occurred after the balance sheet date, to ensure whether there is a material misstatement on sales revenue from specific clients in the group's financial statement.

Other Matters

We have also audited the parent company only financial statements of Promate Electronics Co. Ltd as of and for the years ended December 31, 2021 and 2020 on which we have issued an unmodified opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely

rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Po-Jen Weng and Hui-Min.Chen.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 30, 2022

Notice to Readers

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

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

PROMATE ELECTRONIC CO., LTD. AND SUBSIDIARIES**CONSOLIDATED BALANCE SHEETS**
(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2021		December 31, 2020	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4, 6 and 34)	\$ 1,976,856	13	\$ 2,178,947	18
Financial assets at fair value through profit or loss - current (Notes 4, 7, 20, and 34)	13,382	-	19,375	-
Financial assets at amortized cost - current (Notes 4, 9, 10, 34 and 36)	2,236	-	88,075	1
Notes receivable (Notes 4, 11 and 34)	169,019	1	68,817	1
Accounts receivable (Notes 4, 11 and 34)	6,792,763	45	5,513,335	46
Accounts receivable from related parties (Notes 4, 11, 34 and 35)	1,693	-	2,194	-
Other receivables (Notes 4, 11 and 34)	727,041	5	714,080	6
Current tax assets (Notes 4 and 28)	391	-	447	-
Inventories (Notes 4 and 12)	3,489,971	23	2,340,329	19
Other current assets (Notes 18)	23,207	-	9,271	-
Total current assets	<u>13,196,559</u>	<u>87</u>	<u>10,934,870</u>	<u>91</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - noncurrent (Notes 4, 8 and 34)	166,654	1	78,433	1
Investments accounted for using the equity method (Notes 4 and 14)	-	-	645	-
Property, plant and equipment (Notes 4, 15, 27, 32 and 36)	382,717	2	391,976	3
Right-of-use assets (Notes 4, 16 and 35)	105,289	1	105,340	1
Other intangible assets (Notes 4, 17 and 27)	9,837	-	6,704	-
Deferred tax assets (Notes 4 and 28)	174,778	1	117,562	1
Prepayments for business facilities (Notes 18, 32 and 37)	6,834	-	3,888	-
Refundable Deposits (Notes 18 and 34)	1,169,931	8	404,982	3
Total non-current assets	<u>2,016,040</u>	<u>13</u>	<u>1,109,530</u>	<u>9</u>
TOTAL	<u>\$ 15,212,599</u>	<u>100</u>	<u>\$ 12,044,400</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 4, 19, 32, 34, 36 and 37)	\$ 2,645,942	17	\$ 2,405,108	20
Short-term bills payable (Notes 4, 19, 32 and 34)	180,000	1	190,000	2
Contract liabilities - current (Notes 22 and 26)	146,306	1	77,704	1
Notes payable (Notes 21 and 34)	8,447	-	24	-
Accounts payable (Notes 21 and 34)	4,083,540	27	2,739,476	23
Accounts payable to related parties (Notes 21, 34 and 35)	13,893	-	19,899	-
Other payables (Notes 22 and 34)	558,738	4	405,209	3
Current tax liabilities (Notes 4 and 28)	279,163	2	75,105	1
Provisions- current (Notes 4 and 23)	2,938	-	3,285	-
Lease liabilities - current (Notes 4, 16, 32, 34 and 35)	37,289	-	34,528	-
Other current liabilities (Note 22)	492,968	3	309,606	2
Total current liabilities	<u>8,449,224</u>	<u>55</u>	<u>6,259,944</u>	<u>52</u>
NON-CURRENT LIABILITIES				
Bonds Payable (Note 4, 20 and 34)	539,418	4	967,284	8
Provisions- noncurrent (Notes 4 and 23)	1,386	-	2,239	-
Deferred tax liabilities (Notes 4 and 28)	53,883	-	146,866	1
Lease liabilities - noncurrent (Notes 4, 16, 32, 34 and 35)	68,470	1	71,908	1
Net defined benefit liabilities - noncurrent (Notes 4 and 24)	42,643	-	47,559	1
Guarantee Deposits (Notes 22 and 34)	1,051,904	7	284,864	2
Total non-current liabilities	<u>1,757,704</u>	<u>12</u>	<u>1,520,720</u>	<u>13</u>
Total liabilities	<u>10,206,928</u>	<u>67</u>	<u>7,780,664</u>	<u>65</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 25, 29, 30 and 31)				
Share capital				
Ordinary shares	1,934,141	13	1,791,260	15
Capital surplus	1,008,022	7	712,730	6
Retained earnings				
Legal reserve	872,428	6	818,510	7
Special reserve	-	-	15,204	-
Unappropriated earnings	821,907	5	541,910	4
Total retained earnings	1,694,335	11	1,375,624	11
Other equity	2,551	-	6,778	-
Total equity attributable to owners of the Company	4,639,049	31	3,886,392	32
NON-CONTROLLING INTERESTS (Notes 25, 30 and 31)	<u>366,622</u>	<u>2</u>	<u>377,344</u>	<u>3</u>
Total equity	<u>5,005,671</u>	<u>33</u>	<u>4,263,736</u>	<u>35</u>
TOTAL	<u>\$ 15,212,599</u>	<u>100</u>	<u>\$ 12,044,400</u>	<u>100</u>

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

PROMATE ELECTRONIC CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 26 and 35)				
Sales	\$ 32,469,053	100	\$ 26,710,813	100
OPERATING COSTS (Notes 4, 12, 27 and 35)				
Cost of sales	(30,102,015)	(93)	(24,713,479)	(92)
GROSS PROFIT	<u>2,367,038</u>	<u>7</u>	<u>1,997,334</u>	<u>8</u>
OPERATING EXPENSES (Notes 27 and 35)				
Selling and marketing expenses	(924,717)	(3)	(759,411)	(3)
General and administrative expenses	(137,140)	-	(134,483)	(1)
Research and development expenses	(70,364)	-	(70,959)	-
Total operating expenses	(1,132,221)	(3)	(964,853)	(4)
OPERATING PROFIT	<u>1,234,817</u>	<u>4</u>	<u>1,032,481</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES (Notes 4, 14, 27, 30 and 35)				
Interest income	2,390	-	5,444	-
Other income- others	10,463	-	7,027	-
Other gains and losses	(131,210)	(1)	(219,398)	(1)
Finance costs	(56,396)	-	(74,490)	-
Share of profit (loss) of associates accounted for using equity method	(607)	-	(3,449)	-
Total non-operating income and expenses	(175,360)	(1)	(284,866)	(1)
PROFIT BEFORE INCOME TAX	1,059,457	3	747,615	3
INCOME TAX EXPENSE (Notes 4 and 28)	(210,553)	-	(142,939)	(1)
NET PROFIT FOR THE PERIOD	<u>848,904</u>	<u>3</u>	<u>604,676</u>	<u>2</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 24)	3,727	-	(1,255)	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 25)	17,224	-	29,879	-
Income tax relating to items that will not be reclassified subsequently to profit or loss (Notes 4 and 28)	(745)	-	250	-
	<u>20,206</u>	<u>-</u>	<u>28,874</u>	<u>-</u>
Items that may be reclassified subsequently to profit or loss:				

	2021		2020	
	Amount	%	Amount	%
Exchange differences on translating the financial statements of foreign operations (Notes 25)	(2,439)	-	(1,490)	-
Unrealized gain on investments in debt instruments at fair value through other comprehensive income (Notes 4, 9 and 25)	2,788	-	4,044	-
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 4 and 28)	488	-	298	-
	<u>837</u>	<u>-</u>	<u>2,852</u>	<u>-</u>
Other comprehensive income (loss) for the period, net of income tax	<u>21,043</u>	<u>-</u>	<u>31,726</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	<u>\$ 869,947</u>	<u>3</u>	<u>\$ 636,402</u>	<u>2</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 793,979	3	\$ 536,016	2
Non-controlling interests	54,925	-	68,660	-
	<u>\$ 848,904</u>	<u>3</u>	<u>\$ 604,676</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 816,037	3	\$ 561,159	2
Non-controlling interests	53,910	-	75,243	-
	<u>\$ 869,947</u>	<u>3</u>	<u>\$ 636,402</u>	<u>2</u>
EARNINGS PER SHARE (Note 29)				
Basic	<u>\$ 4.31</u>		<u>\$ 2.99</u>	
Diluted	<u>\$ 3.75</u>		<u>\$ 2.73</u>	

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

(Concluded)

PROMATE ELECTRONIC CO., LTD. AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)**

	Equity Attributable to Owners of the Company										
	Issued Capital			Retained Earnings			Other Equity				
	Shares (Thousands)	Share Capital	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operation	Unrealized Gain on Financial Assets at Fair Value Through Other Comprehensive Income	Total	Noncontrolling Interest	Total Equity
BALANCE AT JANUARY 1, 2020	179,045	\$ 1,790,452	\$ 657,690	\$ 771,714	\$ 4,789	\$ 468,168	(\$ 4,025)	(\$ 11,180)	\$ 3,677,608	\$ 360,733	\$ 4,038,341
Appropriation of 2019 earnings											
Legal reserve	-	-	-	46,796	-	(46,796)	-	-	-	-	-
Special reserve	-	-	-	-	10,415	(10,415)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(408,223)	-	-	(408,223)	-	(408,223)
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	(64,632)	(64,632)
Conversion of convertible bonds to common stock	81	808	1,708	-	-	-	-	-	2,516	-	2,516
Recognition of equity components due to the issuance of convertible corporate bonds-occurred by subscription right	-	-	53,332	-	-	-	-	-	53,332	-	53,332
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	4,073	-	(4,073)	-	-	-
Increase in non-controlling interests arising from acquisition of subsidiaries	-	-	-	-	-	-	-	-	-	6,000	6,000
Net profit for the nine months ended December 31, 2020	-	-	-	-	-	536,016	-	-	536,016	68,660	604,676
Other comprehensive income (loss) for the nine months ended December 31, 2020	-	-	-	-	-	(913)	(1,193)	27,249	25,143	6,583	31,726
Total comprehensive income (loss) for the nine months ended December 31, 2020	-	-	-	-	-	535,103	(1,193)	27,249	561,159	75,243	636,402
BALANCE AT DECEMBER 31, 2020	179,126	1,791,260	712,730	818,510	15,204	541,910	(5,218)	11,996	3,886,392	377,344	4,263,736
Appropriation of 2020 earnings											
Legal reserve	-	-	-	53,918	-	(53,918)	-	-	-	-	-
Special reserve	-	-	-	-	(15,204)	15,204	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(501,553)	-	-	(501,553)	-	(501,553)
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	(64,632)	(64,632)
Conversion of convertible bonds to common stock	14,288	142,881	295,292	-	-	-	-	-	438,173	-	438,173
Disposal of investments in equity instruments measured at fair value through other comprehensive income	-	-	-	-	-	24,410	-	(24,410)	-	-	-
Net profit for the nine months ended December 31, 2021	-	-	-	-	-	793,979	-	-	793,979	54,925	848,904
Other comprehensive income (loss) f for the nine months ended December 31, 2021	-	-	-	-	-	1,875	(1,836)	22,019	22,058	(1,015)	21,043
Total comprehensive income (loss) for the nine months ended December 31, 2021	-	-	-	-	-	795,854	(1,836)	22,019	816,037	53,910	869,947
BALANCE AT DECEMBER 31, 2021	193,414	\$ 1,934,141	\$ 1,008,022	\$ 872,428	\$ -	\$ 821,907	(\$ 7,054)	\$ 9,605	\$ 4,639,049	\$ 366,622	\$ 5,005,671

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

PROMATE ELECTRONIC CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars)

	<u>2021</u>	<u>2020</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,059,457	\$ 747,615
Adjustments for:		
Expected loss on credit impairment	13,216	3,983
Depreciation expenses	62,945	62,004
Amortization expenses	2,932	3,876
Finance costs	56,396	74,490
Share of loss(profit) of associates accounted for using the equity method	607	3,449
Interest income	(2,390)	(5,444)
Dividend income	(6,813)	(3,486)
Loss (gain) on inventory impairment	130,068	70
Loss (gain) on disposal of property, plant and equipment	(429)	-
Loss (gain) on Lease Modification	(1,668)	-
Loss (gain) on disposal of investments	13	-
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	(3,242)	(5,262)
Net loss (gain) on foreign currency exchange	(8,575)	(7,209)
Loss (gain) on scrap of inventories	4,081	4,791
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	9,237	(9,453)
Decrease (increase) notes receivable	(100,202)	1,731
Decrease (increase) in accounts receivable	(1,292,634)	(2,082,950)
Decrease (increase) in accounts receivable due from related parties	501	664,014
Decrease (increase) in other receivable	(10,173)	(66,757)
Decrease (increase) in inventories	(1,283,789)	376,800
Decrease (increase) in other current assets	(13,936)	8,362
Increase (decrease) in contract liabilities	68,602	(26,706)
Increase (decrease) in notes payable	8,423	(6)
Increase (decrease) in accounts payable	1,344,064	816,698
Increase (decrease) in accounts payable to related parties	(6,006)	(6,407)
Increase (decrease) in other payable	153,099	44,591
Increase (decrease) in provisions	(1,200)	(12,600)
Increase (decrease) in net defined benefit liability	(1,189)	(1,115)
Increase (decrease) in other current liabilities	<u>183,362</u>	<u>79,040</u>
Cash generated from (used in) operations	364,757	664,119
Interest paid	(41,607)	(68,036)
Income tax paid	<u>(156,895)</u>	<u>(71,753)</u>
Net cash generated from (used in) operating activities	<u>166,255</u>	<u>524,330</u>

	<u>2021</u>	<u>2020</u>
		(Continued)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at amortized cost	(46,963)	(1,428,701)
Acquisition of financial assets at fair value through other comprehensive income	(107,878)	(31,077)
Proceeds from disposal of financial assets at amortized cost	133,914	1,342,034
Proceeds from disposal of financial assets at fair value through other comprehensive income	36,881	14,973
Interest received	2,390	5,444
Other dividends received	6,813	3,486
Increase in prepayments for business facilities	(12,854)	(17,175)
Acquisition of property, plant and equipment	(7,886)	(4,249)
Acquisition of intangible assets	(6,065)	-
Proceeds from disposal of property, plant and equipment	429	-
Increase in refundable deposits	(764,949)	(248,736)
Acquisition of subsidiary company	-	2,710
Proceeds from capital reduction of investments accounted for using equity method	<u>-</u>	<u>500</u>
Net cash used in investing activities	(<u>766,168</u>)	(<u>360,791</u>)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of corporate bond	-	1,015,887
Increase in short-term loans	248,297	-
Decrease in short-term loans	-	(298,952)
Decrease in short-term notes and bills payable	(10,000)	(20,000)
Repayments of long-term debt	-	(18,828)
Payments of lease liabilities	(40,130)	(38,840)
Increase in guarantee deposits received	767,040	224,624
Payments of cash dividends	(501,553)	(408,223)
Dividends paid to non-controlling interests	(<u>64,632</u>)	(<u>64,632</u>)
Net cash generated from financing activities	<u>399,022</u>	<u>391,036</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	(<u>1,200</u>)	(<u>994</u>)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(202,091)	553,581
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	<u>2,178,947</u>	<u>1,625,366</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	<u>\$ 1,976,856</u>	<u>\$ 2,178,947</u>

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

(Concluded)

Appendix 6: Earnings Distribution Statement

PROMATE ELECTRONIC CO., LTD

Earnings Distribution Statement

2021

Unit: NTD

Paragraphs	Amount		Note
Undistributed surplus at the beginning of the period		1,643,119	
2021 net profit after tax	793,979,591		EPS 4.29 NTD per share
Plus: Right to sanction at fair value through other comprehensive gains and losses			
Beneficial tool investment	24,409,564		
Determine the benefit plan and remeasure the number			
Recognized in retained earnings	1,874,904		
The net profit after tax for the current period plus the number of paragraphs other than the net profit after tax for the current period included in the current year's undistributed surplus		820,264,059	
Assignment paragraphs:			
Statutory reserve		(82,026,406)	10% in accordance with the law
Cash dividend		(737,020,907)	NTD 3.78 per share
Undistributed surplus at the end of the period		2,859,865	
Note:			
Allotment of directors' remuneration		16,500,000	1.5% (<3%)
		80,500,000	7.5% (7.5~10%)
		97,000,000	

(1) The dividend per share is calculated based on the number of 194,979,076 shares outstanding of the Japanese company on February 28, 2022.

(2) Cash dividends are calculated up to NTD, and those below NTD are rounded up.

Chairman: Chen Chengfang

Manager: Chen Chengfang

Accounting Supervisor: Qiu Huiling

Appendix 7: "Articles of Association" Amendment Table

Articles	Provisions after amendment	Provisions before amendment	Revision notes
Article 2	<p>There are two types of shareholders' meetings: regular meeting and temporary meeting. The regular meeting is held once a year, and it is held by the board of directors according to law within six months after the end of each fiscal year. A temporary meeting will be convened according to law when necessary.</p> <p><u>When the shareholders' meeting of the Company is held, it can be done by video conference or other means announced by the Ministry of Economic Affairs.</u></p>	<p>There are two types of shareholders' meetings: regular meeting and temporary meeting. The regular meeting is held once a year, and it is held by the board of directors according to law within six months after the end of each fiscal year. A temporary meeting will be convened according to law when necessary.</p>	Update according to the company's practical needs.
Article 20-1	<p>Paragraphs 1 to 3 are omitted.</p> <p>4. When it is required by laws and regulations or necessary for operation to <u>set aside special surplus reserve, before the surplus distribution, the same amount of special surplus reserve should be set aside from the undistributed surplus of the previous period. If there is still a shortage, paragraphs other than the after-tax net profit of the current period plus the after-tax net profit of the current period should be set aside into the undistributed surplus of the current period, and then the net amount of other equity deductions should be reversed. After deducting the previous balances,</u> the board of directors may draw up a shareholders' dividend distribution proposal on the balance and the accumulated undistributed surplus of previous years, and submit it to the shareholders' meeting for distribution.</p>	<p>Paragraphs 1 to 3 are omitted.</p> <p>4. It is necessary to set aside or <u>turn around special surplus reserves</u> according to laws and regulations or operation; After deducting the above balances, the board of directors shall draw up a shareholders' dividend distribution proposal on the balance and the accumulated undistributed surplus of previous years, and submit it to the shareholders' meeting for distribution by resolution.</p>	Amended in accordance with Article 41 of the Securities and Exchange Act.
Article 23	<p>This charter was established on May 1st, 1986.</p> <p>The first amendment was made on September 12th, 1986.</p> <p>...omitted...</p> <p><u>The thirty-third amendment was made on June 15, 2021</u></p>	<p>This charter was established on May 1st, 1986.</p> <p>The first amendment was made on September 12th, 1986.</p> <p>...omitted...</p> <p>The thirty-second amendment was made on June 15, 2020</p>	Add the amended date

Appendix 8: "Rules of Procedure of Shareholders Meeting" Amendment Table

Articles	Provisions after amendment	Provisions before amendment	Revision notes
Article 2	<p>The first paragraph is omitted.</p> <p><u>The change of the way of holding the shareholders' meeting of the Company shall be decided by the board of directors, and it shall be done at the latest before the notice of the shareholders' meeting is sent.</u></p> <p>The Company shall, 30 days before the regular meeting of shareholders or 15 days before the extraordinary meeting of shareholders, prepare the cause of action and explanatory materials of various proposals, such as the notice of shareholders' meeting, paper for power of attorney, relevant recognition case, discussion case, election or dismissal of directors, etc., into electronic files and send them to the public information observation station. Before the 21st day of the regular shareholders' meeting or the 15th day of the interim shareholders' meeting, the meeting manual and supplementary information of the shareholders' meeting shall be prepared and sent to the TWSE MOPS. <u>However, if the paid-in capital of the Company at the end of the latest fiscal year is over NT\$ 10 billion or the total foreign and land-based shareholding ratio recorded in the shareholders' name book in the latest fiscal year is over 30%, the transmission of the pre-opening electronic file shall be completed 30 days before the regular shareholders' meeting.</u> Fifteen days before the meeting of the shareholders' meeting, prepare the meeting manual and supplementary materials for shareholders to consult at any time, display them in the company and its stock affairs agency, and distribute them at the meeting of shareholders.</p> <p><u>On the day of the meeting of the shareholders' meeting, the Company</u></p>	<p>The first paragraph is omitted.</p> <p>The Company shall, 30 days before the regular meeting of shareholders or 15 days before the extraordinary meeting of shareholders, prepare the cause of action and explanatory materials of various proposals, such as the notice of shareholders' meeting, paper for power of attorney, relevant recognition case, discussion case, election or dismissal of directors, etc., into electronic files and send them to the public information observation station. Before the 21st day of the regular meeting of shareholders or the 15th day of the extraordinary meeting of shareholders, the meeting manual and supplementary information of the shareholders' meeting will be made into an electronic file and sent to the TWSE MOPS. Fifteen days before the meeting of the shareholders' meeting, prepare the meeting manual and supplementary materials for shareholders to consult at any time, display them in the company and its stock affairs agency, and distribute them at the meeting of shareholders.</p> <p>The following is omitted.</p>	<p>In order to meet the change of the way of holding the shareholders' meeting, the second and fourth paragraphs are added, and the third paragraph is revised.</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>shall provide the meeting manual and meeting supplementary information referred to in the preceding paragraph to shareholders in the following ways:</u></p> <p><u>I. When an entity shareholders' meeting is held, it shall be distributed at the shareholders' meeting.</u></p> <p><u>II. When video shareholders' meeting is held, it shall be distributed at the shareholders' meeting site and transmitted to the video conference platform by electronic files.</u></p> <p><u>III. When the video shareholders' meeting is held, it should be transmitted to the video conference platform by electronic files.</u></p> <p>The following is omitted.</p>		
Article 3	<p>The first paragraph is omitted.</p> <p>One shareholder shall issue a power of attorney, with only one principal, which shall be delivered to the Company five days before the meeting. In case of any repetition of the power of attorney, the one delivered first shall prevail. However, this restriction does not apply to those who declare that the former client has been revoked.</p> <p>The third paragraph is omitted.</p> <p><u>After the power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting by video shall give a written notice to the Company to cancel the power of attorney two days before the shareholders' meeting; If the cancellation is overdue, the voting right entrusted by the agent to attend and exercise shall prevail.</u></p>	<p>The first paragraph is omitted.</p> <p>One shareholder shall issue a power of attorney, with only one principal, which shall be delivered to the Company five days before the meeting. In case of any repetition of the power of attorney, the one delivered first shall prevail. However, this restriction does not apply to those who declare that the former client has been revoked.</p> <p>The third paragraph is omitted.</p>	<p>In order to cooperate with the change of the way of holding the shareholders' meeting, the fourth paragraph and the optional text are added.</p>
Article 4	<p><u>The Company shall specify the registration time, registration place and other matters needing attention of the accepting shareholders, solicitors and entrusted agents (hereinafter</u></p>	<p>The Company shall set up an autograph book for the attendance shareholders themselves or their agents (hereinafter referred to as shareholders) to sign in, or the</p>	<p>The first, second, seventh, and eighth paragraphs</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>referred to as shareholders) in the meeting notice.</u></p> <p><u>The registration time for accepting shareholders referred to in the preceding paragraph shall be handled at least 30 minutes before the meeting starts; The check-in places should be clearly marked, and send adequate and competent personnel to handle it; The video conference of shareholders shall be accepted and checked-in on the video conference platform of shareholders' meeting 30 minutes before the start of the meeting.</u></p> <p><u>Shareholders who have completed the registration shall be deemed to attend the shareholders' meeting in person.</u></p> <p>Shareholders shall attend the shareholders' meeting with attendance card, attendance check-in card or other attendance documents, and <u>the Company shall not arbitrarily add other supporting documents to the supporting documents on which shareholders attend</u>; It is the requester of the power of attorney and should bring identification documents for verification.</p> <p>The Company shall set up an autograph book for the attendance shareholders to check in, or the attendance shareholders shall submit a check-in card.</p> <p>The Company shall deliver the discussion manual, annual report, attendance card, speech note, voting ticket and other meeting materials to the shareholders present at the shareholders' meeting. If there is an election of directors, an additional voting ticket shall be attached.</p> <p>if a government or legal person is a shareholder, there is not only one representative attending the shareholders' meeting. When a legal person is entrusted to attend the shareholders' meeting, only one representative can be appointed to attend.</p> <p><u>If the shareholders' meeting is held by video conference, shareholders who</u></p>	<p>attendance shareholders shall submit a check-in card to sign in.</p> <p>The Company shall deliver the discussion manual, annual report, attendance card, speech note, voting ticket and other meeting materials to the attending shareholders; If a director is elected, an election ticket shall be attached.</p> <p>Shareholders shall attend the shareholders' meeting with attendance card, attendance check-in card or other attendance documents; It is the requester of the power of attorney and should bring identification documents for verification.</p> <p>if a government or legal person is a shareholder, there is not only one representative attending the shareholders' meeting. When a legal person is entrusted to attend the shareholders' meeting, only one representative can be appointed to attend.</p>	<p>and optional text are added to match the change of the shareholders' meeting.</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>want to attend by video conference shall register with the Company two days before the shareholders' meeting.</u></p> <p><u>If the video conference of the shareholders' meeting is held, the Company shall upload the discussion manual, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the meeting starts, and continuously disclose them until the end of the meeting.</u></p>		
Article 4-1	<p><u>When the Company holds the video conference of the shareholders' meeting, the following matters shall be stated in the notice of convening the shareholders' meeting:</u></p> <p><u>I. Shareholders' participation in video conferences and methods of exercising their rights.</u></p> <p><u>II. The ways to deal with the obstacles caused by natural disasters, incidents or other force majeure, including at least the following:</u></p> <p><u>(I) The time when the meeting has to be postponed or resumed due to the persistent obstacles, and the date when the meeting needs to be postponed or resumed.</u></p> <p><u>(II) Shareholders who have not registered to participate in the original shareholders' meeting by video shall not participate in the postponed or resumed meeting.</u></p> <p><u>(III) If the video shareholders' meeting can't be continued, after deducting the number of shares attending the shareholders' meeting by video, the total number of shares attending the shareholders' meeting reaches the statutory quota, and the shareholders' meeting should be continued. The number of shares attending the shareholders' meeting by video should be included in the total number of shares attending the shareholders' meeting, and all the resolutions of the shareholders' meeting should be regarded as abstention.</u></p>		Article 4-1 is added in order to coordinate with the change of shareholders' meeting.

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>(IV) In case that all the bills have been announced, but no interim motion has been made, the way to deal with it.</u></p> <p><u>III. Hold the video shareholders' meeting, and specify the appropriate alternative measures for shareholders who have difficulty in participating in the shareholders' meeting by video.</u></p>		
Article 5	<p>The first paragraph is omitted.</p> <p><u>When the Company holds the video shareholders' meeting, it shall not be restricted by the venue mentioned in the preceding paragraph.</u></p>	The first paragraph is omitted.	In order to coordinate with the change of the way of holding the shareholders' meeting, the second paragraph is added.
Article 7	<p>The first paragraph is omitted.</p> <p><u>If the shareholders' meeting is held by video conference, the Company shall record and keep the information of shareholders' registration, check-in, questioning, voting and the results of the company's vote counting, and continuously record and video the whole process of the video conference, which shall be properly kept during the existence of the Company, and the audio and video shall be provided to those entrusted with video conference affairs for preservation.</u></p> <p><u>If the shareholders' meeting is held by video conference, the Company should record and record the background operation interface of the video conference platform.</u></p>	The first paragraph is omitted.	In order to coordinate with the change of the way of holding the shareholders' meeting, the second paragraph and the third paragraph are added.
Article 8	The attendance of the shareholders' meeting shall be calculated on the basis of shares. The number of shares attended is calculated according to the number of shares registered in the autograph book or the check-in card submitted and the video conference platform, plus the number of shares exercising voting rights in written or electronic form.	<p>The attendance of the shareholders' meeting shall be calculated on the basis of shares. The number of shares attended is calculated according to the signature book or the sign-in card submitted, plus the number of shares that exercise voting rights in written or electronic form.</p> <p>The chairman shall announce the meeting immediately after the meeting</p>	In order to coordinate with the change of the way of holding the shareholders' meeting, the first paragraph,

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p>The chairman shall announce the meeting immediately the meeting starts. However, if there are no shareholders representing more than half of the total number of issued shares present, the chairman may announce the postponement of the meeting. The number of postponements is limited to two times, and the total postponement time shall not exceed one hour. If there are still not enough shareholders representing more than one-third of the total number of issued shares present after two postponements, the chairman shall announce the current meeting; <u>If the shareholders' meeting is held by video conference, this Company shall also announce the streaming meeting on the video conference platform of shareholders' meeting.</u></p> <p>If the amount in the preceding paragraph is still insufficient after two delays, and shareholders representing more than one-third of the total number of issued shares are present, a false resolution may be made in accordance with Article 175, paragraph 1, of the Company Law. And notify all shareholders of the this resolution to convene the shareholders' meeting within one month; <u>If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 4.</u></p> <p>The following is omitted.</p>	<p>has been held. However, if there are no shareholders representing more than half of the total number of issued shares present, the chairman may announce the postponement of the meeting. The number of postponements is limited to two times, and the total postponement time shall not exceed one hour. If there are still not enough shareholders representing more than one-third of the total number of issued shares present after two postponements, the chairman shall announce the current meeting.</p> <p>If the amount in the preceding paragraph is still insufficient after two delays, and shareholders representing more than one-third of the total number of issued shares are present, a false resolution may be made in accordance with Article 175, paragraph 1, of the Company Law. And notify all shareholders of the this resolution to convene the shareholders' meeting within one month.</p> <p>The following is omitted.</p>	<p>the second paragraph and the third paragraph are added.</p>
Article 10	<p>The first paragraph and the second paragraph are omitted.</p> <p>Each shareholder of the same proposal shall not speak more than twice without the consent of the chairman, and each time shall not exceed five minutes. However, if a shareholder's speech violates the regulations or exceeds the scope of the topic, the</p>	<p>The first paragraph and the second paragraph are omitted.</p> <p>Each shareholder of the same proposal shall not speak more than twice without the consent of the chairman, and each time shall not exceed five minutes. However, if a shareholder's speech violates the preceding paragraph or exceeds the scope of the</p>	<p>In order to coordinate with the change of the way of holding the shareholders' meeting, the sixth paragraph and the</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p>chairman may stop his speech.</p> <p>When corporate shareholders appoints two or more representatives to attend the shareholders' meeting, only one person can speak on the same proposal.</p> <p>After attending the shareholders' speeches, the chairman may personally or designate relevant personnel to reply.</p> <p><u>If the video conference of the shareholders' meeting is held, the shareholders who participate in the video conference may ask questions in words on the video conference platform of the shareholders' meeting after the meeting is announced by the chairman and before the meeting is announced. The number of questions for each proposal shall not exceed two times, with a limit of 200 words each time, and the provisions of paragraphs 1 to 4 are not applicable.</u></p> <p><u>If the question mentioned in the preceding paragraph does not violate the regulations or exceed the scope of the proposal, it should be disclosed on the video conference platform of the shareholders' meeting for public knowledge.</u></p>	<p>topic, the chairman may stop his speech.</p> <p>When corporate shareholders appoints two or more representatives to attend the shareholders' meeting, only one person can speak on the same proposal.</p> <p>After attending the shareholders' speeches, the chairman may personally or designate relevant personnel to reply.</p>	<p>seventh paragraph are added.</p>
Article 12	<p>Paragraphs 1 to 3 are omitted.</p> <p>After the shareholders have exercised their voting rights in writing or electronically, if they want to attend the shareholders' meeting in person or <u>by video</u>, they should cancel the expression of their intention to exercise their voting rights in the preceding paragraph in the same way as they exercise their voting rights at the latest two days before the shareholders' meeting. If it is overdue, the voting rights exercised in writing or electronically shall prevail. If the voting rights are exercised by written or electronic means and the proxy is entrusted to attend the shareholders' meeting by power of attorney, the voting rights of the proxy shall</p>	<p>Paragraphs 1 to 3 are omitted.</p> <p>After the shareholders exercise their voting rights in writing or electronically, if they want to attend the shareholders' meeting in person, they should cancel the expression of their intention to exercise their voting rights in the preceding paragraph in the same way as they exercise their voting rights at the latest two days before the shareholders' meeting; If it is overdue, the voting rights exercised in writing or electronically shall prevail. If the voting rights are exercised by written or electronic means and the proxy is entrusted to attend the shareholders' meeting by power of attorney, the voting rights of the proxy shall prevail.</p>	<p>In order to coordinate with the change of the way of holding the shareholders' meeting, the fourth paragraph, the eighth paragraph, the ninth paragraph, the tenth paragraph and the eleventh paragraph are added.</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p>prevail.</p> <p>Paragraphs 5 to 7 are omitted.</p> <p><u>The Company holds a video conference of the shareholders' meeting. After the meeting is announced by the chairman, the shareholders who participate by video conference shall vote on various proposals and election proposals through the video conference platform, which shall be completed before the chairman announces the end of voting. If the voting is overdue, it will be deemed as abstention.</u></p> <p><u>If the shareholders' meeting is held by video conference, the voting shall be counted once after the chairman announces the end of voting, and the voting and election results shall be announced.</u></p> <p><u>When the Company holds the video-assisted shareholders' meeting, the shareholders who have registered to attend the shareholders' meeting by video in accordance with Article 4, who want to attend the physical shareholders' meeting in person, shall cancel the registration in the same way as the registration two days before the shareholders' meeting; If the cancellation is overdue, the shareholders' meeting can only be attended by video.</u></p> <p><u>Those who exercise their voting rights in writing or electronically, have not revoked their intention, and participate in the shareholders' meeting by video, except for temporary motions, are not allowed to exercise their voting rights on or propose amendments to the original motion or exercise their voting rights on amendments to the original motion.</u></p>	<p>Paragraphs 5 to 7 are omitted.</p>	
<p>Article 14</p>	<p>The first paragraph and the second paragraph are omitted.</p> <p><u>If the shareholders' meeting is held by</u></p>	<p>The first paragraph and the second paragraph are omitted.</p>	<p>In order to coordinate with the change of the way of</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>video conference, the minutes shall, in addition to the paragraphs required in the preceding paragraph, also record the starting and ending time of the shareholders' meeting, the method of holding the meeting, the names of the chairman and the minutes, and the handling methods and situations when the video conference platform or video participation is hindered due to natural disasters, incidents or other force majeure.</u></p> <p><u>When the Company holds the video shareholders' meeting, it shall, in addition to the provisions in the preceding paragraph, state in the minutes the alternative measures provided by shareholders who have difficulties in participating in the shareholders' meeting by video.</u></p>		<p>holding the shareholders' meeting, the third paragraph and the fourth paragraph are added.</p>
Article 15	<p>The number of shares obtained by the solicitors, the number of shares represented by the entrusted agent and the <u>number of shares attended by shareholders in written or electronic form</u> shall be made by this Corporation on the day of the shareholders' meeting in the prescribed format, and clearly disclosed in the shareholders' meeting; <u>If the video conference of the shareholders' meeting is held, the Company shall upload the above information to the video conference platform of the shareholders' meeting at least 30 minutes before the meeting starts, and continuously disclose it until the end of the meeting.</u></p> <p><u>When the Company holds a video conference of shareholders' meeting and announces the meeting, it shall disclose the total number of shareholders' shares present on the video conference platform. The same shall apply if there are other statistics on the total number of shares and voting rights of shareholders present at the meeting.</u></p> <p>If there is any important information about the matters resolved at the shareholders' meeting as required by</p>	<p>On the day of the shareholders' meeting, this Corporation shall compile a statistical table in the prescribed format for the number of shares obtained by the solicitors and the number of shares represented by the entrusted agent, and make a clear disclosure in the shareholders' meeting.</p> <p>If there is any important information about the matters resolved at the shareholders' meeting as required by laws and regulations or the regulations of Taiwan Stock Exchange Corporation, this Corporation shall transmit the content to the TWSE MOPS within the specified time.</p>	<p>In order to coordinate with the change of the way of holding the shareholders' meeting, the fifteenth paragraph is added.</p>

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	laws and regulations or the regulations of Taiwan Stock Exchange Corporation, this Corporation shall transmit the content to the TWSE MOPS within the specified time.		
Article 18	<u>If a video conference of shareholders' meeting is held, the Company shall immediately disclose the voting results and election results of various proposals on the video conference platform of shareholders' meeting after the voting is over, and shall continue to disclose them for at least 15 minutes after the meeting is announced by the chairman.</u>	These Rules shall come into force after the resolution of the board of directors is adopted and submitted to the shareholders' meeting, and the revision time is the same.	In order to coordinate with the change of the way of holding the shareholders' meeting, the eighteenth paragraph is added.
Article 19	<u>When the Company holds the video shareholders' meeting, the chairman and recorder shall be at the same place in Taiwan, and the chairman shall announce the address of the place at the meeting.</u>		In order to coordinate with the change of the way of holding the shareholders' meeting, the nineteen paragraph is added.
Article 20	<u>If a video conference of shareholders' meeting is held, the Company may provide a simple connection test for shareholders before the meeting, and provide relevant services immediately before and during the meeting to help deal with the technical problems of communication.</u> <u>When the shareholders' meeting is held by video conference, the chairman shall announce separately when announcing the meeting, except that there is no need to postpone or resume the meeting as stipulated in Paragraph 4, Article 44-20 of the Standards for the Handling of Stock Affairs of Public Offering Companies. Before the chairman announces the meeting, if the video conference platform or participation by video conference lasts for more than 30 minutes due to natural disasters, incidents or other force majeure, the date of the meeting shall be postponed</u>		In order to coordinate with the change of the way of holding the shareholders' meeting, the twentieth paragraph is added.

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>or resumed within five days. Article 182 of the Company Law does not apply.</u></p> <p><u>Where the meeting referred to in the preceding paragraph should be postponed or resumed, shareholders who have not registered to participate in the original shareholders' meeting by video shall not participate in the postponed or resumed meeting.</u></p> <p><u>According to the provisions of Paragraph 2, the meeting should be postponed or resumed. For shareholders who have registered to participate in the original shareholders' meeting by video and completed registration, but have not participated in the postponed or resumed meeting, the number of shares attended at the original shareholders' meeting, their exercised voting rights and voting rights shall be included in the total number of shares, voting rights and voting rights of shareholders attending the postponed or resumed meeting.</u></p> <p><u>When the shareholders' meeting is postponed or resumed in accordance with the provisions of Paragraph 2, there is no need to re-discuss and decide the motion that has already been voted and counted, and the voting result or the elected list of directors is announced.</u></p> <p><u>When the Company holds a video-assisted shareholders' meeting, and the video conference cannot be continued in the second paragraph, if the total number of shares attending the shareholders' meeting still reaches the statutory quota after deducting the number of shares attending the shareholders' meeting by video, the shareholders' meeting shall be continued, and there is no need to postpone or continue the meeting according to the second paragraph.</u></p> <p><u>In the event that the meeting should be continued in the preceding paragraph, the number of shares attended by the shareholders who</u></p>		

Articles	Provisions after amendment	Provisions before amendment	Revision notes
	<p><u>participated in the shareholders' meeting by video shall be included in the total number of shares of the shareholders present, but all the proposals of the shareholders' meeting shall be deemed as abstention.</u></p> <p><u>If the Company postpones or continues the assembly in accordance with Paragraph 2, it shall, in accordance with the provisions listed in Paragraph 7 of Article 44-20 of the Standards for the Handling of Stock Affairs of Public Offering Companies, conduct relevant preparatory work according to the date of the original shareholders' meeting and the provisions of this Article.</u></p> <p><u>During the period specified in the second paragraph of Article 12 and the third paragraph of Article 13 of the Rules for the Use of Power of Attorney for Public Companies to Attend Shareholders' Meeting, the second paragraph of Article 45-5, the fifteenth paragraph of Article 44 and the seventeenth paragraph of Article 44 of the Rules for the Handling of Stock Affairs of Public Companies, the Company shall postpone or resume the meeting of shareholders' meeting according to the second paragraph.</u></p>		
Article 21	<p><u>When the Company holds the video shareholders' meeting, it shall provide appropriate alternative measures for shareholders who have difficulty attending the shareholders' meeting by video.</u></p>		<p>In order to coordinate with the change of the way of holding the shareholders' meeting, the twenty-first paragraph is added.</p>
Article 22	<p><u>These Rules shall come into force after the resolution of the board of directors is adopted and submitted to the shareholders' meeting, and the revision time is the same.</u></p>		<p>Adjust the order of articles</p>

Appendix 9: Corrected comparison table of “asset acquisition or disposal procedures”

After revision	Before revision	Remark
<p>Article 6: The professional appraisers and their appraisers, accountants, lawyers or securities underwriters shall meet the following requirements in the appraisal reports or opinions of accountants, lawyers or securities underwriters obtained by the Company:</p> <p>I. Those who have not been sentenced to fixed-term imprisonment of more than one year for violating this Law, the Company Law, the Banking Law, the Insurance Law, the Financial Holding Company Law, the Commercial Accounting Law, or for fraud, breach of trust, embezzlement, forgery of documents or business crimes. However, this is not the case when the execution is completed, the probation period expires or three years have elapsed since the pardon.</p> <p>II. The parties to the transaction shall not be related or have a substantial relationship.</p> <p>III. If the company should obtain appraisal reports from more than two professional appraisers, appraisers or appraisers from different professions may not be related or materially related to each other.</p> <p>When issuing appraisal reports or opinions referred to in the preceding paragraph, the personnel shall <u>comply with the self-discipline norms of their respective trade associations</u> and the following matters:</p> <p>I. Before accepting a case, you should carefully evaluate your professional ability, practical experience and independence.</p> <p>II. <u>The implementation</u> of the case, should properly plan and</p>	<p>Article 6: The professional appraisers and their appraisers, accountants, lawyers or securities underwriters shall meet the following requirements in the appraisal reports or opinions of accountants, lawyers or securities underwriters obtained by the Company:</p> <p>(I) Those who have not been sentenced to fixed-term imprisonment of more than one year for violating this Law, the Company Law, the Banking Law, the Insurance Law, the Financial Holding Company Law, the Commercial Accounting Law, or for fraud, breach of trust, embezzlement, forgery of documents or business crimes. However, this is not the case when the execution is completed, the probation period expires or three years have elapsed since the pardon.</p> <p>(II) The parties to the transaction shall not be related or have a substantial relationship.</p> <p>(III) If the company should obtain appraisal reports from more than two professional appraisers, appraisers or appraisers from different professions may not be related or materially related to each other.</p> <p>The personnel referred to in the preceding paragraph shall handle the following matters when issuing appraisal reports or opinions:</p> <p>I. Before accepting a case, you should carefully evaluate your professional ability, practical experience and independence.</p> <p>II. When checking the case, should properly plan and implement the appropriate operation process, in order to form a conclusion and issue a report or opinion; The procedures, collected data and conclusions will</p>	<p>In line with the amendment of Order No.1110380465 issued by the Financial Supervisory Commission on January 28th, 2022.</p> <p>To clarify the procedures and responsibilities to be followed by external experts, specify that professional appraisers and their appraisers, accountants, lawyers or securities underwriters should issue appraisal reports or opinions, and they should follow the self-discipline norms of their respective trade associations in addition to the relevant operational matters that should be handled when accepting and executing cases at present.</p> <p>In view of the fact that the previous external experts' undertaking and execution of the case of issuing valuation report or rationality opinion according to the provisions of these Standards does not refer to the audit of financial report, the text of "audit" case is amended as "execution" case.</p> <p>Consider external experts' actual evaluation of the data sources, parameters and information used, and revise the appropriate and reasonable words to conform to the reality.</p>

After revision	Before revision	Remark
<p>implement the appropriate operation process, in order to form a conclusion and issue a report or opinion; The procedures, collected data and conclusions will be published in detail in the working papers of the case.</p> <p>III. For the data sources, parameters and information used, the appropriateness and rationality should be evaluated paragraph by paragraph as the basis for issuing appraisal reports or opinions.</p> <p>4. The matters to be declared shall include that the relevant personnel are professional and independent, that the information used has been assessed as appropriate and reasonable, and that the relevant laws and regulations have been followed.</p>	<p>be published in detail in the working papers of the case.</p> <p>III. For the data sources, parameters and information used, the completeness, correctness and rationality should be evaluated paragraph by paragraph, so as to be the basis for issuing appraisal reports or opinions.</p> <p>IV. The matters to be declared shall include that the relevant personnel are professional and independent, the information used has been assessed as reasonable and correct, and the relevant laws and regulations have been followed.</p>	
<p>Article 7: Procedures for acquiring or disposing of real estate, equipment or assets of its right to use.</p> <p>IV. Appraisal Report of Property or Equipment</p> <p>The Company's acquisition or disposal of equipment or its right-to-use assets, in addition to transactions with domestic government agencies, self-construction or lease of land, or acquisition or disposal of equipment or its right-to-use assets for business use, if the transaction amount reaches 20% of the paid-in capital of the Company or NT\$ 300 million or more, shall obtain an appraisal report issued by a professional appraiser before the occurrence of the fact, and meet the following requirements:</p> <p>(III) The professional appraiser's appraisal results are under any of the following circumstances, except that the appraisal results of the acquired assets are all higher than the transaction amount, or the appraisal results of the disposed assets are all lower than the transaction amount, and the</p>	<p>Article 7: Procedures for acquiring or disposing of real estate, equipment or assets of its right to use.</p> <p>IV. Appraisal Report of Property or Equipment</p> <p>The Company's acquisition or disposal of equipment or its right-to-use assets, in addition to transactions with domestic government agencies, self-construction or lease of land, or acquisition or disposal of equipment or its right-to-use assets for business use, if the transaction amount reaches 20% of the paid-in capital of the Company or NT\$ 300 million or more, shall obtain an appraisal report issued by a professional appraiser before the occurrence of the fact, and meet the following requirements:</p> <p>(III) The professional appraiser's appraisal results are in any of the following circumstances, except that the appraisal results of the acquired assets are all higher than the transaction amount or the appraisal results of the disposed assets are all lower than the transaction amount, the accountant should be</p>	<p>In line with the regulations, according to the actual evaluation situation, the relevant words in the bulletin of auditing standards that accountants should follow are deleted.</p>

After revision	Before revision	Remark
<p>accountant should be consulted to express specific opinions on the reasons for the difference and the appropriateness of the transaction price:</p> <p>1. The difference between the appraisal result and the transaction amount is more than 20% of the transaction amount.</p> <p>2. The difference between the appraisal results of two or more professional appraisers is more than 10% of the transaction amount.</p>	<p><u>consulted to handle them in accordance with the provisions of the Statement of Auditing Standard No.20 issued by the Accounting Research and Development Foundation (hereinafter referred to as the Accounting Research and Development Foundation), and give specific opinions on the reasons for the differences</u> and the appropriateness of the transaction price:</p> <p>1. The difference between the appraisal result and the transaction amount is more than 20% of the transaction amount.</p> <p>2. The difference between the appraisal results of two or more professional appraisers is more than 10% of the transaction amount.</p>	
<p>Article 8: Procedures for obtaining or disposing of investment in non-derivative financial commodities</p> <p>IV. Obtaining expert opinions</p> <p>(I) If the Company acquires or disposes of non-derivative financial products under any of the following circumstances, and the transaction amount reaches 20% of the paid-in capital of the Company or more than NT\$ 300 million, it shall consult an accountant to express its opinion on the rationality of the transaction price before the fact occurs. However, this restriction shall not apply unless the securities are publicly quoted in an active market or otherwise stipulated by the Financial Supervisory Commission.</p> <p>(II) If the Company acquired or disposed of non-derivative financial products through court auction, the certification document issued by the court may replace the appraisal report or the accountant's opinion.</p>	<p>Article 8: Procedures for obtaining or disposing of investment in non-derivative financial commodities</p> <p>IV. Obtaining expert opinions</p> <p>(1) If the Company acquires or disposes of non-derivative financial products under any of the following circumstances, and the transaction amount reaches 20% of the paid-in capital of the Company or more than NT\$ 300 million, it shall consult an accountant to express its opinion on the rationality of the transaction price before the occurrence of the fact. If the accountant needs to use expert reports, it shall do so in accordance with the provisions of the Statement of Auditing Standards No.20 issued by the Accounting Research and Development Foundation. However, this restriction shall not apply unless the securities are publicly quoted in an active market or otherwise stipulated by the Financial Supervisory Commission.</p> <p>(II) If the Company acquired or disposed of non-derivative financial products through court auction, the certification document issued by the</p>	<p>Same as above</p>

After revision	Before revision	Remark
	court may replace the appraisal report or the accountant's opinion.	
<p>Article 10: Procedures for Dealing with Related Party Transactions</p> <p>II. Evaluation and Operating Procedures</p> <p>(VII) Restrictions and other important agreements of this transaction.</p> <p>If the Company engages in the following transactions with its parent company, subsidiaries, or its subsidiaries that directly or indirectly hold 100% of the issued shares or total capital, the board of directors may authorize the chairman of the board of directors to make a decision within a certain amount in accordance with Article 7, paragraph 2, and then submit it to the latest board of directors for ratification:</p> <p>I. Acquisition or disposal of equipment for business use or its right to use assets.</p> <p>I. Acquisition or disposal of equipment for business use or its right to use assets.</p> <p>When it is submitted to the board of directors for discussion, the opinions of independent directors should be fully considered. If the independent directors have objections or reservations, they should be stated in the minutes of the board of directors. This transaction is approved by more than half of all members of the Audit Committee and submitted to the Board of Directors for resolution.</p> <p><u>If the Company or its subsidiaries, which are not domestic public companies, have the first transaction, and the transaction amount is more than 10% of the Company's total</u></p>	<p>Article 10: Procedures for Dealing with Related Party Transactions</p> <p>II. Evaluation and Operating Procedures</p> <p>(VII) Restrictions and other important agreements of this transaction.</p> <p>When a company acquires or disposes of equipment or its right-to-use assets for business use with its parent company, subsidiaries, or its subsidiaries that directly or indirectly hold 100% of the issued shares or total capital, the board of directors may authorize the chairman of the board of directors to make a decision within a certain amount in accordance with paragraph 2 of Article 7, and then report it to the latest board of directors for ratification.</p> <p>I. Acquisition or disposal of equipment for business use or its right to use assets.</p> <p>I. Acquisition or disposal of equipment for business use or its right to use assets.</p> <p>When it is submitted to the board of directors for discussion, the opinions of independent directors should be fully considered. If the independent directors have objections or reservations, they should be stated in the minutes of the board of directors. This transaction is approved by more than half of all members of the Audit Committee and submitted to the Board of Directors for resolution.</p>	<p>Strengthen the management of related party transactions:</p> <p>Taking into account the major international capital market norms, if a public company or its subsidiaries which are not domestic public companies acquire or dispose of assets from related parties, and the transaction amount reaches more than 10% of the total assets of the public company, the public company shall submit the relevant information to the shareholders' meeting for approval, so as to protect shareholders' rights and interests. However, the transaction between the public company and its parent company, subsidiaries or subsidiaries is exempted from the resolution of the shareholders' meeting.</p>

After revision	Before revision	Remark
<p><u>assets, the Company shall submit the information listed in the first paragraph to the shareholders' meeting for approval before signing the transaction contract and making payment. However, this restriction does not apply to transactions between the Company and its parent company, subsidiaries, or subsidiaries.</u></p> <p><u>The calculation of the transaction amount referred to in the first paragraph and the preceding paragraph shall be handled in accordance with the provisions of Article 14, paragraph 2, and the term "one year" is based on the date of occurrence of this transaction, and it is retroactively calculated for one year. It has been submitted to the shareholders' meeting and the board of directors in accordance with the provisions of these Standards, and part of it is exempted from being included.</u></p>		
<p>Article 11: Procedures for acquiring or disposing of intangible assets or their right to use assets or membership cards.</p> <p>(IV) Expert evaluation report on intangible assets or their right to use assets or intangible assets with membership cards</p> <p>If the transaction amount of the company's acquisition or disposal of membership card or intangible assets reaches 20% of the paid-in capital of the company or more than NT\$ 300 million, in addition to transactions with domestic government agencies, the company shall consult an accountant before the fact that the transaction price is reasonable.</p>	<p>Article 11: Procedures for acquiring or disposing of intangible assets or their right to use assets or membership cards.</p> <p>(IV) Expert evaluation report on intangible assets or their right to use assets or intangible assets with membership cards</p> <p>If the transaction amount of the company's membership card or intangible assets acquired or disposed of reaches 20% of the company's paid-in capital or NT\$ 300 million or more, in addition to the transaction with domestic government agencies, the company shall consult an accountant to express his opinion on the rationality of the transaction price before the occurrence of the fact, <u>and the accountant shall handle it in accordance with the provisions of the Statement of Auditing Standards No.20 issued by the</u></p>	<p>In line with the regulations, according to the actual evaluation situation, the relevant words in the bulletin of auditing standards that accountants should follow are deleted.</p>

After revision	Before revision	Remark
	<u>Accounting Research and Development Foundation.</u>	
<p>Article 14: Information disclosure procedure</p> <p>(VII) The calculation method of the transaction amount mentioned in Paragraph 6 above is as follows: the financial institution disposes of creditor's rights or invests in mainland China, and the transaction amount reaches 20% of the paid-in capital of the company or more than NT\$ 300 million. However, the following circumstances shall not apply:</p> <p>(1) Buying and selling domestic public bonds or foreign public bonds with credit rating not lower than Taiwan's sovereign rating.</p> <p>(2) Those who specialize in investment engage in the trading of securities in stock exchanges or over-the-counter securities firms, or purchase <u>foreign government bonds or</u> common corporate bonds and general financial bonds (excluding subordinated bonds) that are offered and issued in the primary market, or purchase or buy back securities investment trust funds or futures trust funds, <u>or purchase or sell back index investment securities,</u> or securities firms act as consultants and recommenders for securities firms to purchase securities in accordance with the regulations of the Taipei Exchange</p> <p>(3) Buy and sell bonds with buy-back and sell-back conditions, purchase or buy back money market funds issued by domestic securities investment trust enterprises.</p>	<p>Article 14: Information disclosure procedure</p> <p>(VII) The calculation method of the transaction amount mentioned in Paragraph 6 above is as follows: the financial institution disposes of creditor's rights or invests in mainland China, and the transaction amount reaches 20% of the paid-in capital of the company or more than NT\$ 300 million. However, the following circumstances shall not apply:</p> <p>(1) Buying and selling domestic public bonds.</p> <p>(2) Those who specialize in investment buy and sell securities at the stock exchange or the business premises of securities firms, or subscribe for common corporate bonds and general financial bonds (excluding bonds with subordinate positions) that are offered and issued in the domestic primary market, or purchase or buy back securities investment trust funds or futures trust funds, or a securities firm acts as a consultant and recommender for emerging companies for underwriting business, and subscribe for securities in accordance with the regulations of the Taiwan Exchange.</p> <p>(3) Buy and sell bonds with buy-back and sell-back conditions, purchase or buy back money market funds issued by domestic securities investment trust enterprises.</p>	<p>Considering that the current public companies are exempted from public announcement and reporting when buying and selling domestic bonds, the first paragraph, paragraph 7, paragraph 1, is amended to relax the foreign bonds whose bond issuance rating is not lower than Taiwan's sovereign rating, and they may also be exempted from public announcement and reporting.</p> <p>Considering that the nature of foreign public bonds is simple, and the credit rating is usually better than that of foreign common corporate bonds; In addition, the commodity nature of index investment securities is similar to that of index stock funds. Therefore, Paragraph 2, Paragraph 7, Paragraph 1, is amended to relax the requirement that investors who specialize in investment subscribe for foreign bonds in the primary market, purchase or sell back index investment securities, and may also be exempted from public announcement and reporting.</p>

Appendix 10:Corrected comparison table of "Method for Election of Directors"

After revision	Before revision	Remark
<p>Article 1</p> <p>In order to select directors fairly, impartially and openly, these <u>Methods</u> are formulated in accordance with Article 21 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.</p>	<p>Article 1</p> <p>In order to select directors fairly, impartially and openly, these Measures are formulated in accordance with Article 21 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.</p>	<p>Revise words precisely.</p>
<p>Article 2</p> <p>Unless otherwise stipulated by laws or articles of association, the selection of directors of this company shall be handled in accordance with these Methods.</p>	<p>Article 2</p> <p>Unless otherwise stipulated by laws or articles of association, the selection of directors of this company shall be handled in accordance with these Procedures.</p>	<p>Revise words precisely.</p>
<p>Article V</p> <p>The election of directors of the Company shall be conducted in accordance with the procedures of the candidate nomination system stipulated in Article 192-1 of the Company Law.</p> <p>The second paragraph is omitted</p> <p>If the number of independent directors is less than the proviso in Paragraph 1 of Article 14-2 of the Securities and Exchange Law, a by-election shall be held at the latest shareholders' meeting; When all independent directors are dismissed, an interim shareholders' meeting by-election shall be held within sixty days from the date of the fact.</p>	<p>Article V</p> <p>The election of the company's <u>independent directors</u> shall be conducted in accordance with the procedures of the candidate nomination system stipulated in Article 192-1 of the Company Law. <u>In order to examine the qualifications, academic background, and any of the events listed in Article 30 of the Company Law of the director candidates, it is not allowed to arbitrarily add other qualification documents, and the examination results shall be provided to shareholders for reference, so as to select suitable independent directors.</u></p> <p>The second paragraph is omitted</p> <p>If the number of independent directors is less than the proviso in Paragraph 1 of Article 14-2 of the Securities and Exchange Act and the relevant provisions of the <u>Taiwan Stock Exchange Listing Review Standards</u>, a by-election shall be held at the latest shareholders' meeting; When all independent directors are dismissed, an interim shareholders' meeting by-election shall be held</p>	<p>In line with the amendment of Article 192-1 of the Company Law, the operation procedure for nominating directors is simplified, and the first paragraph is amended.</p> <p>Revise words precisely for the third paragraph.</p>

After revision	Before revision	Remark
	within sixty days from the date of the fact.	
(Delete)	<p>Article 10</p> <p><u>If the elector is a shareholder, the elector shall fill in the elector's account name and shareholder account number in the column of the electoral ticket; If you are not a shareholder, you should fill in the name of the elected person and the identity document number. However, when the government or corporate shareholders is the elector, the name of the government or legal person, as well as the name of the government or legal person and the name of its representative, shall be filled in the column of the elector's household name in the electoral ticket. When there are several representatives, the names of the representatives should be added separately.</u></p>	<p>In coordination with the FSC's announcement of the Order No.1080311451 on April 25th, 2019, the candidate nomination system should be adopted for the election of directors and supervisors of listed (OTC) companies from 2021. Shareholders should choose the candidates from the list of directors, and they can know the names, academic experience and other information of each candidate from the list of candidates before the shareholders' meeting, and identify the candidates by the shareholder account number or ID card number, that is</p>
<p>Article 10</p> <p>An election ticket is invalid in any of the following circumstances:</p> <p>I. Those who don't need preparation of the convener.</p> <p>II. Those who put blank tickets into the voting box.</p> <p>III. Those who with Illegible handwriting or altered.</p> <p>VI. The list of candidates for election and directors filled in is inconsistent after verification.</p> <p>V. In addition to fill in the distribution of voting rights, those who write other words.</p>	<p>Article 11</p> <p>The election ticket is invalid in any of the left following circumstances:</p> <p>I. Those who don't need preparation of the Board of Directors.</p> <p>II. Those who put blank tickets into the voting box.</p> <p>III. Those who with Illegible handwriting or altered.</p> <p>IV. If the registered elector is a shareholder, his account name and shareholder account number are inconsistent with the shareholder name book; If the name and identification document number of the person to be elected is not a shareholder, it is found that the name and identification document number are inconsistent.</p> <p>V. In addition to filling in the name of the elected person's account or shareholder's account number (ID number) and the number of voting rights to be</p>	<p>With the tenth deletion, adjust the article number.</p> <p>In accordance with Article 173 of the Company Law, shareholders may, under specific circumstances (such as when the board of directors is not the notice of convening), report to the competent authority for permission to convene a meeting on their own, with the intention of adjusting the first paragraph of this article. In addition, in coordination with the FSC's announcement of the Order No.1080311451 on April 25, 2019, the candidate nomination system should be adopted for the election of directors and supervisors of listed (OTC) companies from 2021, and shareholders should adjust the text of this article according to the candidate list of directors.</p>

After revision	Before revision	Remark
	<p>distributed, write other words.</p> <p><u>VI. The name of the elected person filled in is the same as that of other shareholders, but the shareholder account number or identification _____ document number is not filled in for identification.</u></p>	
<p>Article <u>11</u> Omitted</p>	<p>Article <u>12</u> Omitted</p>	<p>Amend oder of article</p>
<p>Article <u>12</u> Omitted</p>	<p>Article <u>13</u> Omitted</p>	<p>Amend oder of article</p>
<p>Article <u>13</u> The Methods shall come into force after being approved by the shareholders' meeting, and the same shall apply when amended.</p>	<p>Article <u>14</u> The Procedures shall come into force after being approved by the shareholders' meeting, and the same shall apply when amended.</p>	<p>Amend the order of article and revise the words precisely.</p>

Appendix 11: Competition content of new directors

Title	Name	Name of enterprise	Concurrent job title
Director	Eric Chen	PROMATE ELECTRONIC CO., LTD.	President and GM
		Promate International Co,Ltd	Chairman
		Chuang Fong investment Co., Ltd.	Chairman
		WEIKENG INDUSTRIAL CO., LTD.	Director
		PROMATE SOLUTIONS CORPORATION	Director
		PROMATE SOLUTIONS CORPORATION	Supervisor
Director	Cheer Du	PROMATE SOLUTIONS CORPORATION	President and GM
		PROMATE ELECTRONIC CO., LTD.	COO
		GLIMMER INC.	Chairman
		Feng Shuo Yi Investment Co., Ltd	Chairman
		Chuang Fong investment Co., Ltd.	Director
		Ching Fong Investment Co., Ltd.	Chairman
		Feng Shuo Investment Co., Ltd	Chairman
Director	Ciou-Jiang Hu	WEIKENG INDUSTRIAL CO., LTD.	Chairman
		Weikeng Investment Co., Ltd.	Chairman
		WEIKENG INDUSTRIAL CO., LTD.	Chairman
		PROMATE ELECTRONIC CO., LTD.	Director
		PROMATE SOLUTIONS CORPORATION	Director
		AMAZING MICROELECTRONIC CORP.	Director
		Weikeng International Co., Ltd.	Chairman
		WEIKENG INDUSTRIAL CO., LTD.	Director
		EVGA CORPORATION	Supervisor

		Micro Control Units; MCU	Independent Director and Remuneration Committee
		Automatic Identification and Data Collection, AIDC	Independent Director and Remuneration Committee
		LEADTEK Research Inc.	Director
Director	Yi-Lin Song	PROMATE ELECTRONIC CO., LTD.	Director
		PROMATE Electronic (Shenzhen) Co., Ltd	Director
Independent Director	Jiang-Long Guo	M3 TECHNOLOGY INC.	Independent Director
		WELTREND SEMICONDUCTOR INCORPORATED	Independent Director
Independent Director	Ming-Jhen Jhu	FIC Global, Inc.	General Manager
		UBIQCONN TECHNOLOGY, INC.	Chairman
		3CEMS Group.	Deputy Chairman
Independent Director	CHEN, MEI-CHI	CHENBRO MICOM CO., LTD.	Chairman

Appendix 12: "Articles of Association" (before amendment)

Articles of Association of PROMATE ELECTRONIC CO., LTD

Chapter 1 General Provisions

- Article 1: The company is organized in accordance with the provisions of the Company Law and is named as PROMATE ELECTRONIC CO., LTD.
- Article 2: The businesses operated by the company are as follows:
- (1) CB01010 Machinery Equipment Manufacturing
 - (2) CB01020 Affairs Machine Manufacturing
 - (3) CC01080 Electronics Components Manufacturing
 - (4) CC01110 Computer and Peripheral Equipment Manufacturing
 - (5) CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
 - (6) CE01030 Optical Instruments Manufacturing
 - (7) CE01040 Watches and Clocks Manufacturing
 - (8) CH01040 Toys Manufacturing
 - (9) E605010 Computer Equipment Installation
 - (10) F106010 Wholesale of Hardware
 - (11) F109070 Wholesale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
 - (12) F110010 Wholesale of Clocks and Watches
 - (13) F113010 Wholesale of Machinery
 - (14) F113020 Wholesale of Electrical Appliances
 - (15) F113030 Wholesale of Precision Instruments
 - (16) F113050 Wholesale of Computers and Clerical Machinery Equipment
 - (17) F118010 Wholesale of Computer Software
 - (18) F119010 Wholesale of Electronic Materials
 - (19) F206010 Retail Sale of Hardware
 - (20) F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
 - (21) F210010 Retail Sale of Watches and Clocks
 - (22) F213010 Retail Sale of Electrical Appliances
 - (23) F213030 Retail Sale of Computers and Clerical Machinery Equipment
 - (24) F213040 Retail Sale of Precision Instruments
 - (25) F213080 Retail Sale of Other Machinery and Equipment
 - (26) F218010 Retail Sale of Computer Software
 - (27) F219010 Retail Sale of Electronic Materials
 - (28) F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
 - (29) I301010 Software Design Services
 - (30) I301020 Data Processing Services
 - (31) I401010 General Advertisement Service
 - (32) ZZ99999 All business paragraphs that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The company may guarantee external guarantees and reinvest in other businesses for business needs, and the total amount of reinvestment may exceed 40% of the company's paid-in share capital.
- Article 4: The establishment of the company's head office in Taipei City may establish branches at home

and abroad through a resolution of the board of directors when necessary.

Article 5: The company's announcement method shall be handled in accordance with Article 28 of the Company Law.

Chapter 2 Shares

Article 6: The registered capital of the company is NT\$2500 million, divided into NT\$250 million shares, each share with an amount of NTD10, issued in multiples, and the board of directors of unissued shares authorizes the board of directors to issue resolutions based on actual needs. . The total amount of capital in the preceding paragraph retains NT\$100 million for the issuance of warrants, corporate bonds with warrants, and special stocks with warrants for the exercise of stock options, a total of 10 million shares, with an amount of NTD10 per share, and shall authorize the board of directors to decide on the issue as required.

Article 7: The Company's shares are in registered form, signed or sealed by the directors representing the company, and issued after legal visa. Shares issued by the Company may also be exempted from printing, but registration shall be handled with the centralized securities depository.

Article 8: The renaming and transfer of stocks shall be stopped within 60 days before the regular shareholders meeting, 30 days before the extraordinary shareholders meeting, or 5 days before the base date of the company's Resolution to distribute dividends and bonuses or other benefits; the company's share affairs The handling is reported to be handled in accordance with the "Guidelines for the Handling of Share Issues of Public Companies" promulgated by the competent authority.

Chapter 3 Shareholders' Meeting

Article 9: There are two types of shareholders' meetings: regular meetings and temporary meetings. The regular meetings are held once a year and shall be convened by the board of directors in accordance with the law within six months after the end of each fiscal year. Temporary meetings will be convened according to law when necessary.

Article 10: When a shareholder is unable to attend the shareholders meeting for some reason, he shall obtain a proxy statement issued by the company stating the scope of authorization and entrust an agent to attend the meeting. The method for shareholders' entrusted attendance is not only in accordance with the provisions of Article 177 of the Company Law, but also in accordance with the "Rules for the Use of Power of Attorney for Public Offering Companies to Attend Shareholders Meetings" promulgated by the competent authority.

Article 11: All shareholders of the company have one vote per share, except for restricted or non-voting cases stipulated in Article 179 of the Company Law.

Article 12: Unless otherwise provided by relevant laws and regulations, the resolutions of the shareholders meeting shall be attended by shareholders representing more than half of the total number of issued shares, and shall be executed with the approval of more than half of the voting rights of the shareholders present. However, in the following circumstances, its voting rights shall be attended by two-thirds of the total number of issued shares in person or by proxy, and shall be exercised with the approval of more than half of the voting rights of the present shareholders.

1. Purchasing or merging other enterprises at home and abroad.
2. Dissolution or liquidation or division.

Article 12-1: The shareholders' meeting shall be convened by the board of directors, with the chairman of the board as the chairman. When the chairman is absent, the chairman shall appoint one of the directors to act as his agent. If no appointment is made, the director shall elect one person to act as his agent. The chairman shall be held by the person with the right to convene, and if there are more than two persons with the right to convene, one of the other persons shall be elected as the chairperson.

Article 12-2: The minutes of the resolutions of the shareholders meeting shall be prepared and signed or stamped by the chairman of the shareholders meeting, and the minutes shall be distributed to all shareholders within 20 days after the meeting. The dissemination of the proceedings of the

preceding paragraph shall be done by way of public announcement.

Chapter 4 Directors

Article 13: The Company has five to nine directors (one of whom is selected by the shareholders' meeting) with a term of three years and can take office if re-elected. In accordance with Article 14-4 of the Securities and Exchange Act, an audit committee is set up, which is responsible for performing the functions and powers of supervisors stipulated in the Company Law, the Securities and Exchange Act and other laws and regulations. The audit committee is composed of all independent directors. The number, term of office, authority, rules of procedure and resources to be provided by the company when exercising the authority of the audit committee shall be separately stipulated by the organizational rules of the audit committee. The total shareholding ratio of all directors shall be handled in accordance with the relevant regulations of the competent securities authority.

Article 13-1: In accordance with the provisions of Article 14-2 of the Securities Exchange Law, the number of independent directors in the above-mentioned number of directors of the company shall not be less than three, and shall not be less than one-fifth of the number of directors. The election of directors adopts a candidate nomination system, and the shareholders' meeting selects from the list of candidates. The method of accepting the nomination of director candidates, announcements and other related matters shall be handled in accordance with the relevant laws and regulations of the Company Law and the Securities Exchange Law. Independent directors and non-independent directors shall be elected together, and the number of elected positions shall be calculated separately.

Article 14: The board of directors shall be organized by directors, with the presence of more than two-thirds of the directors and the consent of more than half of the directors present, and a chairman of the board shall be mutually recommended, and the chairman shall represent the company externally.

When a director is unable to attend the board of directors for some reason, he may appoint another director to attend as an agent. However, when a director attends the board of directors as an agent, only one person may be entrusted.

Article 14-1: The resolution of the board of directors, unless otherwise provided by the Company Law, shall be carried out with the presence of more than half of the directors and the consent of more than half of the directors present.

Article 14-2: In case of emergency, the company may convene the board of directors at any time and notify all directors electronically.

Article 15: When the chairman of the board asks for leave or is unable to exercise his powers for some reason, the chairman of the board shall appoint one of the directors to act as his agent. If the chairman of the board does not appoint an agent, the directors shall appoint one of them to act as the agent.

Article 16: The remuneration of all directors authorizes the board of directors to negotiate according to the degree of participation of the directors in the operation of the company and the value of their contributions, and with reference to the domestic and foreign industry levels.

Article 16-1: The purchase of liability insurance for all directors shall be determined by the shareholders' meeting, and the company may purchase liability insurance for the directors in accordance with the law for the scope of the execution of the business during their tenure.

Article 17: The board of directors is organized by directors, and its functions and powers are as follows:

1. Approval and revision of company organization, rules, systems and business changes.
2. Approval and revision of the business plan.
3. Propose a proposal for surplus distribution or loss compensation.
4. Propose a proposal for capital increase or decrease.
5. The establishment and abolition of branches.
6. Establish or change important accounting principles or conventions.

7. Check the selection of accountants and legal advisers.
8. Approval and major amendments to the investment plan for plant construction or expansion.
9. Acquisition and authorization of technical and commercial rights, copyrights and patent rights.
10. Other powers are given in accordance with the company law or the resolutions of the shareholders meeting or the board of directors.

Chapter 5 Managers

Article 18: The company has a manager, whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Law.

Chapter 6 Accounting

Article 19: The company shall, at the end of each fiscal year, prepare (1) Business Report, (2) Financial Statements, (3) Surplus Distribution or loss compensation, and other forms and submit them to the general meeting of shareholders in accordance with the law to request recognition.

Article 20: If the company makes annual profits, it shall allocate 7.5% to 10% for employee compensation, and directors' compensation shall not exceed 3%. However, when the company still has accumulated losses, it shall reserve the compensation amount in advance.
The above-mentioned employee remuneration can be paid in stocks or cash, and the board of directors shall take the resolutions approved by more than two-thirds of the directors present and more than half of the present directors, and report to the shareholders meeting.
The above-mentioned employee remuneration is issued to stock or cash objects, including employees of affiliated companies who meet certain conditions, and the conditions are determined to authorize the board of directors to deal with it.

Article 20-1: The net profit of the company's annual final accounts shall be distributed in the following order:

1. Withholding and paying income tax according to law;
2. Make up for previous years' losses (including adjustments to undistributed surplus);
3. Ten percent of the allocation is the statutory surplus reserve, but this is not the case when the statutory surplus reserve has reached the total capital of the company;
4. According to laws and regulations or necessary for operation, the special surplus reserve shall be listed or converted;
5. After deducting the previous balances, the board of directors will propose a shareholder dividend distribution proposal based on the balance and the accumulated undistributed surplus of the previous year, and submit it to the shareholders meeting for resolution.

Chapter 7 Supplementary Provisions

Article 21: The company's dividend payment policy is based on the company's capital budget, medium- and long-term operating plan and financial status, and with reference to the general level of dividends in the industry and the capital market, as the basis for the dividend policy. The relevant surplus distribution can be carried out in the form of stock dividends or cash dividends, but the proportion of cash dividend distribution shall not be less than 20% of the total dividend. However, if future surpluses and funds are sufficient, the distribution ratio will be increased.

Article 21-1: If the company intends to issue employee stock option certificates at a subscription price lower than the market price, it shall be handled in accordance with relevant laws and regulations, and the issue can only be issued after the resolution of the shareholders meeting.

Article 21-2: If the company intends to issue employee stock warrants at a subscription price lower than the market price, it shall comply with the provisions of Article 56-1 and Article 76 of the issuer's guidelines for the handling of securities offerings and issuance, and shall be approved by the shareholders' meeting. After the resolution is made, it can be issued.

Article 22: Matters not stipulated in the Articles of Association shall be handled in accordance with the provisions of the Company Law.

Article 23: The Articles of Association was established on May 1, 1986.

The first amendment was made on September 12, 1986.
The second amendment was made on December 9, 1986.
The third amendment was on March 25, 1988.
The fourth amendment was made on October 20, 1988.
The fifth amendment was made on April 22, 1989.
The sixth amendment was made on August 5, 1992.
The seventh amendment was made on September 21, 1992.
The eighth amendment was made on September 1, 1995.
The ninth amendment was made on June 17, 1996.
The tenth amendment was made on November 12, 1996.
The eleventh amendment was made on December 2, 1997.
The twelfth amendment was made on May 5, 1998.
The thirteenth amendment was made on May 28, 1999.
The fourteenth amendment was made on October 6, 1999.
The fifteenth amendment was made on May 12, 2000.
The sixteenth amendment was made on May 24, 2001.
The seventeenth amendment was made on December 28, 2001.
The eighteenth amendment was made on May 28, 2002.
The nineteenth amendment was made on May 15, 2003.
The twentieth amendment was made on June 11, 2004.
The twenty-first amendment was made on June 3, 2005.
The twenty-second amendment was made on March 1, 2006.
The twenty-third amendment was made on June 15, 2006.
The twenty-fourth amendment was made on June 13, 2007.
The twenty-fifth amendment was made on June 13, 2008.
The twenty-sixth amendment was made on June 10, 2009.
The twenty-seventh amendment was made on June 15, 2010
The twenty-eighth amendment was made on June 27, 2012
The twenty-ninth amendment was made on June 10, 2013
The thirtieth amendment was made on June 14, 2016
The thirty-first amendment was made on June 14, 2019
The thirty-second amendment was made on June 15, 2020
The thirty-third amendment was made on July 26, 2021

PROMATE ELECTRONIC CO., LTD

Chairman: Chen Chengfang

Appendix 13: "Rules of Procedure for Shareholders' Meetings" (before amendment)

PROMATE ELECTRONIC CO., LTD
Rules of Procedure of Shareholders' Meeting

The Rules were drafted and passed on June 27, 2012

The first amendment was on June 14, 2019

The second amendment was on June 15, 2020

The third amendment was on July 26, 2021

1. The shareholders meeting of the company shall be handled in accordance with these rules.

The matters not stipulated in this rule shall be handled in accordance with the Company Law, Securities Exchange Law, the Articles of Association and other relevant laws and regulations.

2. Unless otherwise provided by laws and regulations, the shareholders' meeting of the company shall be convened by the board of directors.

The company shall, in 30 days before the regular shareholders' meeting or in 15 days before the extraordinary shareholders' meeting, provide the reasons for various proposals such as the notice of the shareholders meeting, the paper for the power of attorney, relevant approval proposals, discussion proposals, appointment or dismissal of directors, etc. The explanatory data is made into an electronic file and sent to the public information observatory. And in 21 days before the regular shareholders meeting or in 15 days before the extraordinary shareholders meeting, the shareholders meeting manual and supplementary data of the meeting will be prepared and sent to the public information observation station. In 15 days before the shareholders meeting is held, a handbook of the current shareholders meeting and supplementary materials for the meeting shall be prepared for shareholders to request at any time, displayed on the company and its stock affairs agency, and shall be distributed on-site at the shareholders meeting.

The notice and announcement shall specify the reason for the convening; if the notice is approved by the counterparty, it may be done electronically.

Article 172-Paragraph 5, Article 185-Paragraph 1, of the Company Law, Articles 26-1, 43-6 of the Securities Exchange Act, and Articles 56-1 and 60-2 of the Guidelines for the Issuer's Offering and Issuance of Securities shall list and explain the main contents in the reasons for the convening, and may not be proposed by a temporary motion.

The reason for convening the shareholders' meeting has been stated for the full re-election of directors and the date of appointment. After the re-election of the shareholders' meeting is completed, the same meeting shall not change the appointment date by ad hoc motion or other means.

Shareholders who hold more than 1% of the total number of issued shares may submit a proposal for the shareholders' general meeting to the Company. Only one proposal is allowed, and more than one proposal

will not be included in the proposal. In addition, the board of directors may not list the proposal proposed by the shareholders as a proposal in any of the situations mentioned in Paragraph 4 of Article 172-1 of the Company Law. Shareholders may put forward proposals to urge the company to promote public interests or fulfill its social responsibilities. The procedure shall be limited to one proposal in accordance with the relevant provisions of Article 172-1 of the Company Law. If there is more than one proposal, it shall not be included in the proposal.

The Company shall announce the acceptance of the shareholders' proposal, the written or electronic acceptance method, the acceptance place and the acceptance period before the suspension of share transfer before the shareholders' regular meeting; The acceptance period shall not be less than ten days.

A proposal proposed by a shareholder shall be limited to 300 characters. Anything exceeding 300 characters shall not be included in the proposal; the proposing shareholder shall attend the shareholders' meeting in person or entrust others to attend and participate in the discussion of the proposal.

The company shall notify the proposing shareholders of processing results before the notice day of the shareholders meeting, and list the proposals that conform to the provisions of this Article in the notice of the meeting. For shareholder proposals that are not included in the proposal, the board of directors shall explain the reasons for not being included in the shareholders meeting.

3. At each meeting of shareholders, shareholders may issue a power of attorney issued by the company, specifying the scope of authorization, and appoint an agent to attend the meeting.

A shareholder shall issue a power of attorney, and only one person shall be entrusted, and it shall be delivered to the company five days before the meeting. In the event of duplicate power of attorney, the first one shall prevail. However, those who declare to revoke the previous entrustment shall not be subject to this limit.

After the power of attorney is served to the company, shareholders who wish to attend the shareholders meeting in person, or who wish to exercise their voting rights in writing or electronically, shall notify the company in writing of the revocation of the proxy two days before the meeting of shareholders; The voting rights exercised by the entrusted agent shall prevail.

4. The company shall set up a signature book for the attending shareholders or their agents (hereinafter referred to as shareholders) to sign in, or the attending shareholders shall hand in a sign-in card to sign in on their behalf.

The company shall deliver the meeting handbook, annual report, attendance certificate, speech slips, voting votes and other meeting data to the shareholders present; if there are elected directors, an election vote shall be attached.

Shareholders should present their attendance certificates, attendance sign cards or other attendance certificates to attend the shareholders meeting; they are the solicitors of the solicitation of power of attorney and should carry identification documents for verification.

When the government or legal person is a shareholder, the representative to attend the shareholders meeting is not limited to one. When a legal person is entrusted to attend the shareholders' meeting, only

one representative may be appointed to attend.

5. The place of the shareholders' meeting shall be at the place of the company or at a place convenient for shareholders' attendance and suitable for the shareholders' meeting. The start time of the meeting shall not be earlier than 9 am or later than 3 pm. The place and time of the meeting shall be fully considered Opinions of independent directors.

6. If the shareholders' meeting is convened by the board of directors, the chairman shall be the chairman. When the chairman asks for leave or is unable to exercise his powers for some reason, it shall be represented by the vice chairman. If there is no vice chairman or vice chairman, he also asks for leave or cannot exercise his powers for some reason. At the time, the chairman of the board shall appoint one executive director to act as his agent; if he does not have an executive director, he appoints one director to act as his agent, and if the chairman does not appoint an agent, the executive director or the other directors shall appoint one person to act as the agent. The shareholders meeting convened by the board of directors should be attended by more than half of the directors of the board of directors.

If the shareholders' meeting is convened by a convener other than the board of directors, the chairman shall be the convener. If there are two or more conveners, one of the other conveners shall be elected.

The company may appoint attorneys, accountants or related personnel appointed by the company to attend the shareholders' meeting as non-voting delegates.

7. The company shall record and record the entire meeting process of the shareholders' meeting and keep it for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the end of the lawsuit.
8. The attendance of the shareholders meeting shall be calculated on the basis of shares. The number of attending shares is calculated based on the signature book or the handed sign-in card, plus the number of shares exercising voting rights in writing or electronically.

When the meeting time has expired, the chairman shall announce the meeting immediately. However, when no shareholder representing more than half of the total issued shares is present, the chairman may announce the postponement of the meeting. The number of postponements is limited to two times, and the total postponement time shall not exceed one hour. If there is not enough shareholders representing more than one third of the total issued shares after the second delay, the chairman will announce the meeting.

When the preceding paragraph is postponed two times and the amount is still insufficient and shareholders representing more than one third of the total number of issued shares are present, the resolution may be false in accordance with Article 175, Paragraph 1 of the Company Law. And notify all shareholders of the false resolution to convene a shareholder meeting within one month.

Before the end of the meeting, if the number of shares represented by the shareholders present reaches more than half of the total number of issued shares, the chairman may make a false resolution and submit it to the shareholders meeting for voting in accordance with Article 174 of the Company Law.

9. If the shareholders' meeting is convened by the board of directors, the agenda shall be set by the board of directors. All relevant proposals shall be voted on one by one. The meeting shall be conducted in accordance with the scheduled agenda and shall not be changed without a resolution of the shareholders'

meeting.

If the shareholders' meeting is convened by someone other than the board of directors who has the right to convene, the provisions of the preceding paragraph shall apply *mutatis mutandis*.

Before the meeting (including provisional motions) is over, the chairman shall not announce the adjournment of the meeting without a resolution; if the chairman violates the rules of procedure and announces the adjournment of the meeting, other members of the board of directors shall promptly assist the shareholders present in accordance with the law and establish procedures. More than half of the shareholders present agreed to elect one person to serve as the chairman and continue the meeting.

The chairman shall give full explanations and opportunities to discuss the motions and amendments or interim motions proposed by shareholders. When he believes that the voting has been reached, he may announce the cessation of discussions and put them to vote.

10. Before attending shareholders' speeches, they must fill in the statement of speech, stating the main point of the speech, shareholder account number (or attendance certificate number) and account name, and the chairman will decide the order of speech. Shareholders present who only make a statement but do not make a statement shall be deemed to have not made a statement. If the content of the speech does not match the record of the speech, the content of the speech shall prevail.

When the shareholders attend the speech, other shareholders shall not interfere with the speech except with the consent of the chairman and the speaking shareholder. Violators shall be stopped by the chairman.

Each shareholder of the same proposal shall not speak more than two times without the approval of the chairman, and shall not exceed five minutes each time. However, if a shareholder's speech violates the provisions of the preceding paragraph or exceeds the scope of the subject, the chairman may stop his speech.

When a legal person shareholder appoints two or more representatives to attend the shareholders meeting, only one person may be allowed to speak on the same proposal.

After the shareholders have spoken, the chairman may personally or designate relevant personnel to reply.

11. The voting of the shareholders meeting shall be calculated on the basis of shares.

The resolutions of the shareholders' meeting shall not be included in the total number of issued shares for the number of shares of non-voting shareholders.

When shareholders have their own interests in matters of the meeting that may be harmful to the interests of the company, they shall not participate in the voting, and shall not act on behalf of other shareholders to exercise their voting rights.

The number of shares for which voting rights cannot be exercised in the preceding paragraph shall not be counted as the number of voting rights of shareholders present.

Except for a trust enterprise or a stock agency approved by the competent authority, when one person is entrusted by two or more shareholders at the same time, the voting rights of the agent shall not exceed 3% of the total voting rights of the issued shares. I calculate.

12. Shareholders have one voting right per share, except for those who are restricted or have no voting rights listed in Article 179 b of the Company Law.

When the company convenes a shareholder meeting, it shall implement electronic means and may implement its voting rights in writing; when it exercises its voting rights in writing or electronically, its exercise method shall be stated in the notice of the shareholders meeting. Shareholders who exercise voting rights in writing or electronically are deemed to have attended the shareholders meeting in person. However, the provisional motion and the amendment to the original proposal of the shareholders meeting shall be deemed as abstention.

For those who exercise voting rights in writing or electronically in the preceding paragraph, their expression of intention shall be delivered to the company two days before the meeting of shareholders. However, those who express their intentions before the declaration is revoked are not limited to this.

After shareholders have exercised their voting rights in writing or electronically, if they wish to attend the shareholders meeting in person, they shall revoke the expression of their intention to exercise the voting rights in the preceding paragraph in the same manner as when they exercise their voting rights at least two days before the meeting; voting rights exercised electronically shall prevail. If the voting rights are exercised in writing or electronically and an agent is entrusted to attend the shareholders meeting with a power of attorney, the voting rights exercised by the entrusted agent shall prevail.

The voting of the proposal shall be passed with the approval of a majority of the voting rights of the shareholders present, unless otherwise provided in the Company Law and the Articles of Association of the Company. At the time of voting, the chairman or his designated person announces the total number of voting rights of the shareholders present before voting.

When there are amendments or alternatives to the same motion, the chairman shall determine the order of voting in accordance with the original motion. If one of the bills has been passed, the other bills are deemed to be rejected and there is no need to vote again.

The scrutineers and vote-counters for voting on proposals shall be appointed by the chairman, but the scrutineers shall be shareholders, and the vote-counting shall be made publicly at the shareholders' meeting. The results of the voting shall be reported and recorded.

13. When the shareholders' meeting elects directors, it shall proceed in accordance with the relevant election rules set by the company, and shall announce the results of the election on the spot.

The ballots for the election paragraphs mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and then properly kept for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the end of the lawsuit.

14. The resolutions of the shareholders' meeting shall be recorded in the minutes, which shall be signed or stamped by the chairman, and the minutes shall be distributed to all shareholders within 20 days after the meeting. The distribution of the proceedings can be done by public announcement.

The minutes of the proceedings should be recorded according to the year, month, day, venue, name of the chairman, resolution method, key points of the proceedings and results of the meeting, and should be kept

permanently during the company's existence.

15. The number of shares acquired by the solicitor and the number of shares represented by the entrusted agent shall be clearly disclosed in the shareholders meeting in a statistical table compiled in the prescribed format on the day of the shareholders meeting.

If the resolutions of the shareholders' meeting are material information required by laws and regulations or the Taiwan Stock Exchange Co., Ltd., the company shall transmit the content to the public information observatory within the specified time.

16. The meeting staff handling the shareholders meeting should wear identification cards or armbands.

The chairman may direct pickets or security personnel to help maintain order in the venue. When pickets or security personnel are present to help maintain order, they should wear a "Pickett" armband or identification card.

If the venue is equipped with amplifying equipment, the chairman may stop it when the shareholder does not use the equipment configured by the company to speak.

If a shareholder violates the rules of procedure and does not obey the chairman's correction, and obstructs the progress of the meeting and fails to comply with it, the chairman may direct the picket or security personnel to ask him to leave the venue.

17. When the meeting is in progress, the chairman may announce a break at his discretion. In the event of irresistible circumstances, the chairman may rule to suspend the meeting temporarily and announce the renewal of the meeting according to the situation.

Before the meeting (including provisional motions) of the agenda scheduled for the shareholders meeting ends, the meeting venue cannot be used at that time, and the shareholders meeting may decide to find another venue to continue the meeting.

The shareholders' meeting may, in accordance with Article 182 of the Company Law, decide to postpone or continue the meeting within five days.

18. These rules will be implemented after being approved by the board of directors and passed by the shareholders meeting, and the revision time will be the same.

Appendix 14: “Methods for the Election of Directors” (before revising)

PROMATE ELECTRONIC CO., LTD

Methods for the Election of Directors

The first date of this method: June 14th, 2019.

Article 1

In order to select directors fairly, impartially and openly, these Measures are formulated in accordance with Article 21 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 2

Unless otherwise stipulated by laws or articles of association, the selection of directors of this company shall be handled in accordance with these Procedures.

Article 3

The selection of directors of the Company shall take into account the overall allocation of the board of directors. The composition of the board of directors shall consider diversification, and formulate an appropriate diversification policy according to its own operation, operation type and development needs, which should include but not be limited to the following two major standards:

- I. Basic conditions and values: gender, age, nationality and culture, etc.
- II. Professional knowledge and skills: professional background (such as law, accounting, industry, finance, marketing or technology), professional skills and industrial experience, etc.

Members of the board of directors should generally possess the necessary knowledge, skills and accomplishments to perform their duties. Their overall abilities are as follows:

- I. Operational judgment ability.
- II. Accounting and financial analysis ability.
- III. The management ability.
- IV. Crisis handling ability.
- V. Industrial knowledge.
- VI. International market outlook.
- VII. Leadership.
- VIII. Decision-making ability.

Directors shall have more than half of the seats, and shall not have spouse or kinship within the second degree. The board of directors of the Company shall consider adjusting the composition of board members according to the results of performance evaluation.

Article 4

The qualifications of independent directors of this company shall comply with the provisions of Articles 2, 3 and 4 of the Regulations on the Establishment and Matters to be Observed of Independent Directors of Public Companies.

The selection and appointment of independent directors of this company shall comply with the provisions of Articles 5, 6, 7, 8 and 9 of the Measures for the Establishment and Matters to Be Observed of Independent Directors of Public Companies, and shall be handled in accordance with Article 24 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article V

The election of the company's independent directors shall be conducted in accordance with the procedures of the candidate nomination system stipulated in Article 192-1 of the Company Law. In order to examine the qualifications, academic background, and any of the events listed in Article 30 of the Company Law of the director candidates, it is not allowed to arbitrarily add other qualification documents, and the examination results shall be provided to shareholders for reference, so as to select suitable independent directors.

If the number of directors is less than five due to the dismissal of directors for some reason, the company shall hold a by-election at the latest shareholders' meeting. However, if the vacancy of directors reaches one-third of the seats stipulated in the Articles of Association, the company shall convene an interim meeting of shareholders to hold a by-election within sixty days from the date of the occurrence of the fact.

If the number of independent directors is less than the proviso in Paragraph 1 of Article 14-2 of the Securities and Exchange Act and the relevant provisions of the Taiwan Stock Exchange Listing Review Standards, a by-election shall be held at the latest shareholders' meeting; When all independent directors are dismissed, an interim shareholders' meeting by-election shall be held within sixty days from the date of the fact.

Article 6

The election of directors of the Company shall adopt the cumulative voting system. Each share has the same voting rights as the number of directors to be elected. One person may be elected in a centralized manner, or the number of electors may be distributed.

Article 7

The board of directors shall prepare the electoral votes equal to the number of directors to be elected, fill in

their weights, and distribute the names of the shareholders and electors present at the shareholders' meeting, which may be replaced by the attendance card number printed on the electoral votes.

Article 8

The voting rights of independent directors and non-independent directors of the Company shall be calculated according to the quota set by the Articles of Association, and those who have more voting rights shall be elected in turn. If more than two people have the same weight and exceed the quota, they shall draw lots by those who have the same weight, and those who are not present shall draw lots by the chairman.

Article 9

Before the election begins, the chairman shall appoint a number of scrutineers and tellers to perform various related duties, and the scrutineers shall have the status of shareholders. The voting box is prepared by the board of directors, and the scrutineers will open it in public before voting.

Article 10

If the elector is a shareholder, the elector shall fill in the elector's account name and shareholder account number in the column of the electoral ticket; If you are not a shareholder, you should fill in the name of the elected person and the identity document number. However, when the government or corporate shareholders is the elector, the name of the government or legal person, as well as the name of the government or legal person and the name of its representative, shall be filled in the column of the elector's household name in the electoral ticket. When there are several representatives, the names of the representatives should be added separately.

Article 11

The election ticket is invalid in any of the left following circumstances:

- I. Those who don't need preparation of the Board of Directors.
- II. Those who put blank tickets into the voting box.
- III. Those who with Illegible handwriting or altered.
- IV. If the registered elector is a shareholder, his account name and shareholder account number are inconsistent with the shareholder name book; If the name and identification document number of the person to be elected is not a shareholder, it is found that the name and identification document number are inconsistent.
- V. In addition to filling in the elected person's account (name) or shareholder's account number (ID number) and the number of voting rights to be distributed, write other words.
- VI. The name of the elected person filled in is the same as that of other shareholders, but the shareholder account number or identification document number is not filled in for identification.

Article 12

After the voting is finished, the invoice will be made on the spot, and the invoice result shall be announced by the chairman or his designee on the spot, including the elected list of directors and their elected weights.

The electoral votes for the election matters mentioned in the preceding paragraph shall be sealed and signed by the scrutineers, and then properly kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be kept until the end of the lawsuit.

Article 13

The elected directors shall be notified of their election by the board of directors of the Company.

Article 14

The Procedures shall come into force after being approved by the shareholders' meeting, and the same shall apply when amended.

Appendix 15: Shareholding Situation of Directors

PROMATE ELECTRONIC CO., LTD

Shareholding Situation of Directors

1. The paid-in capital of the company as of this regular shareholder meeting is NT\$1,982,217,490, and the number of issued shares is 198,221,749 shares.
2. In accordance with the provisions of Article 26, Paragraph 2 of the Securities Exchange Law and the number of shares of directors and supervisors of public companies and the implementation rules for verification, all directors should hold a minimum of 11,893,304 shares. The company has set up an audit committee, so there is no Applicability of the number of shares held by the supervisor.
3. The number of shares held by directors as recorded in the shareholder register as of the closing date of this regular shareholders meeting (April 17,2022) is as follows:

Title	Name	Appointment date	Term of office	Number of shares held in the shareholder register on the date of closing	
				Number of shares	proportion%
Chairman	Chen Chengfang	2019/06/14	3 years	8,667,851	4.37
Director	Du Huaiqi	2019/06/14	3 years	3,385,088	1.70
Director	Hu Qiujiang	2019/06/14	3 years	2,248,949	1.13
Director	Zhu Mingzhen, representative of Chuangfeng Investment (Stock) Company	2019/06/14	3 years	3,694,901	1.86
Independent Director	Guo Jianglong	2019/06/14	3 years	-	-
Independent Director	Huang Xiuming	2019/06/14	3 years	-	-
Independent Director	Hu Hanliang	2019/06/14	3 years	-	-
	Total			17,996,789	9.07