

Stock Code : 8183



INFO-TEK CORPORATION

2023 Annual Shareholders' Meeting Agenda Handbooks (Translation)

Time : 9:30 a.m., Wednesday, 2023/6/14

Location : No.12, Shi-Jiang Road, Feng-Huang Village, Hu-Kou Township, Hsin-Chu County, Taiwan. (Employee Restaurant)

This document is prepared in accordance with the Chinese version and is for reference only. In the event of any discrepancy between the Chinese version and this content, the Chinese version shall prevail

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INFO-TEK CORPORATION

2023 Annual Shareholders' Meeting Agenda

Time: 9:30 a.m., Wednesday, 2023/6/14

Place : No.12,Shi-Jiang Road, Feng-Huang Village, Hu-Kou Township, Hsin-Chu County, Taiwan. (Employee Restaurant)

1. Call the Meeting to Order
2. Chairperson Remarks
3. Report Items
 - (1) 2022 Business Report
 - (2) 2022 Audit Committee's Review Report
 - (3) 2022 Report on remuneration of employees and directors
 - (4) Other matters to be reported
4. Ratification and Discussion Items
 - (1) To ratify the 2022 Business Report and Financial Statements
 - (2) To ratify the proposal for distribution of 2022 profits
 - (3) Amendment of Procedures for Acquisition or Disposal of Assets
5. Ad-Hoc Motions
6. Adjournment

Report Items

1. 2022 Business Report : Please refer to Attachment 1.

2. 2022 Audit Committee's Review Report : Please refer to Attachment 3.

3. 2022 Report on remuneration of employees and directors

The Remuneration Committee and the Board of Directors approved the 2022 compensation of employees and directors. The Company's 2022 employees' compensation of NT\$31,293,011 and directors' compensation of NT\$11,529,004 were issued entirely in cash. There is no difference between the paid amount and the estimated amount of the total compensation of employees and directors for 2022

4. Other Matters to Report

(1) Report on the process and status of shareholders' proposals : After the announcement of the place and the period for shareholders to submit proposals in accordance with Company Act Article 172-1, no shareholders, holding 1% or more of the total number of outstanding shares of the Company propose to the Company during the acceptance period (2023/4/7-2023/4/17).

(2) Report on the status of Company's investment in mainland China : Please refer to Attachment 4.

(3) Report on Implementation of Repurchase of Company Shares: please refer to Attachment 5

(4) The shareholdings of all of the Company's directors : Please refer to Attachment 6

1. In accordance with Article 26 of the Securities, all directors should hold a minimum percentage of 7.5% of the total shares issued by the company; Since an audit committee has been established, the minimum required combined shareholding of all supervisors by law shall not apply. The percentage of shareholding by all directors, excluding the independent directors, has been reduced to 80% of the minimum shareholding requirements because of three independent directors appointment.

2. As of the book closure date of this Annual Meeting of Shareholders, the shareholding of all Independent Directors and Board Directors in the Shareholders' List can be referred to Attachment 6.

3. The shareholding of all Directors has reached the legal shareholding percentage requirement.

(5) Report on the amendment of "Rules of Procedure for Board of Directors Meetings": The "Rules of Procedure for Board of Directors Meetings" have been amended and approved by the Board of Directors on 2022/10/31. The Comparison Table of Amended Articles can be referred to Attachment 7.

(6) Report on the amendment of "Corporate Governance Best Practice Principles": The "Corporate Governance Best Practice Principles" have been amended and approved by the Board of Directors on 2022/10/31. The Comparison Table of Amended Articles can be referred to Attachment 8.

Ratification and Discussion Items

1. To ratify the 2022 Business Report and Financial Statements. (Proposed by the Board of Directors)

Explanatory Notes :

- (1)The 2022 Business Report, Parent Company Only Financial Statement, and Consolidated Financial Statement can be referred to Attachment 1 and 2.
- (2)This proposal has been approved by the Board of Directors and reviewed by the Audit Committee.

Resolution:

2. To ratify the proposal for distribution of 2022 profits. (Proposed by the Board of Directors)

Explanatory Notes :

- (1) The net profit after tax in 2022 is NT\$675,457,896, and is shown in the following chart:

INFO-TEK CORPORATION
2022 Earnings Distribution

Unit: NTD

Item	Amount	Remarks
Unallocated earnings, beginning of year	751,734,345	
Net profit of 2022	675,457,896	
Less: 10% legal reserve	67,545,790	
Retained Earnings available for Distribution as of Dec. 31, 2022	1,359,646,451	
Distributable items:		
Cash Dividends to common shareholders	229,427,030	\$1.9 per share
Unallocated earnings, end of year	1,130,219,421	

- (2)The distribution of the cash dividends shall be rounded down to the nearest New Taiwan Dollar. The aggregate of the remaining cash will be recognized as Other Revenue by the Company.
- (3)The shareholders meeting is requested to authorize the chairman to process related matters regarding the baseline date for cash dividends and the issuance of cash dividends.
- (4)If the distribution of dividends changes due to the variance of the number of outstanding shares and then causing the proposed profit distribution per share to change, the chairman is authorized to make necessary adjustment based on the number of actual outstanding shares.
- (5)This proposal has been approved by the Board of Directors on 2023/5/3 and has been submitted for audit by the Audit Committee.

Resolution:

3. Amendment of the "Operational Procedures for Acquisition and Disposal of Assets". (Proposed by the Board of Directors)

Explanatory Notes :

- (1)According to practical requirements, the company hereby proposes to amend the

“Operational Procedures for Acquisition and Disposal of Assets”

2. Comparison Table of Amended Articles can be referred to Attachment 9.
Resolution:

Ad-Hoc Motions

Adjournment

INFO-TEK CORPORATION 2022 Business Report

Dear shareholders, ladies and gentlemen,

First, on behalf of the managing team and all the staff, we would like to express our gratitude to all shareholders for the long-time support and care for INFO-TEK. Here is the report on the business performance in 2022 and the business plan for 2023:

1. Business Performance in 2022:

In 2022, after the resolution of the COVID-19 pandemic, we experienced different challenges such as an imbalance in the supply and needs of electronic components and critical parts. On the other hand, the new energy vehicles market worldwide benefitted from government policies and the developing trend of the industry. Sales of new energy vehicles are continually increasing. We have invested in the market of new energy vehicles for many years, and there is prominent growth in automotive products.

For Taiwan factory, because of the introduction of mass production for new customers, cost reduction and increased efficiency in factories, profits are continually rising.

For factories in Mainland China, with the Suzhou factory operating at full capacity and the introduction of the Wuhu factory, production capacities are expanding. Through our persistence in quality control and steady supply, we gained support from customers and received more orders. In addition, sustained internal cost control led to continued growth in profits.

Conclusively, compared with the previous year, the revenue and profit in 2022 have significantly increased, and it was the best year in profits since the company went public on Taipei Exchange in 2005.

The annual consolidated revenue in 2022 is NTD(as in amounts below) 6.852 billion, which had an increase of 52.1% in comparison to \$4.513 billion in the previous year; The individual revenue of the parent company is 466 million, which had an increase of 16.7% in comparison to \$399 million in the previous year. In terms of profits, In 2022, the annual consolidated net profit after tax is 675 million, which had a growth of 35% in comparison to 500 million in the previous year. The basic EPS is 5.63 dollars.

(1) Performance of Implementation of the Business Plan

1. Consolidated Profit and Loss of 2022

Currency: Except EPS, others are in thousand NTD

Item	The year 2022		The year 2021		Differences	
	Amount	%	Amount	%	Amount	%
Operating Revenue	6,861,906	100%	4,512,644	100%	2,349,262	52.1%
Cost of Good Sold	5,374,849	78.3%	3,454,791	76.6%	1,920,058	55.6%
Operating Gross Profit	1,487,057	21.7%	1,057,853	23.4%	429,204	40.6%
Operating Expense	545,504	7.9%	440,459	9.8%	105,045	23.8%

Profit from Operations	941,553	13.7%	617,394	13.7%	324,159	52.5%
Total non-operating income and expenses	(14,220)	-0.2%	14,375	0.3%	(28,595)	-198.9%
Profit Before Income Tax from Continuing Operations	927,333	13.5%	631,769	14.0%	295,564	46.8%
Income tax expense	251,875	3.7%	131,367	2.9%	120,508	91.7%
Consolidated Net Profit	675,458	9.8%	500,402	11.1%	175,056	35.0%
EPS (Unit:Dollar)	5.63		4.16		1.47	

2. Financial Ratios of Consolidated Report

Item Analysis		Fiscal Year	
		The year 2022	The year 2021
Financial Structure	Debt ratio (%)	54.2%	44.4%
	Current Ratio (%)	160.4%	187.7%
Solvency	Quick Ratio (%)	135.4%	159.6%
	Return on Assets (%)	10.4%	12.4%
Profitability	Return on Equity (%)	22.7%	21.7%
	Net Profit Margin (%)	9.8%	11.1%

(2) Research and Development Status

We are dedicated to the enhancement of the SMT production process, research and introduction of advanced processes, and continuously recruit outstanding talents to improve the quality and ability of the research personnel in software and hardware technologies, so that the key techniques in production can be improved. The results of research and development in 2022 are listed below:

1. Aiming at the passenger car project for customers, we developed an automatic production line in the entire production process.
2. We continuously submitted applications for intellectual property rights such as software copyrights, invention patents, and utility model patents. In 2022, we declared 8 utility model patents, 5 invention patents, and have an accumulation of 65 applications, of which 48 of them have gained authorization.

2. Summary of 2023 Business Plan

(1) Business Policy

1. We uphold the spirit of honesty, rapid responses, and accurate feedback, providing our customers with more complete service in terms of delivery time and quality.
2. In the field of new energy, automobile electronics, and industrial control, we continuously increase the value of professional manufacturing factories with a high competitive advantage.

3. The Taiwan factory takes the initiative in expanding new customers and implementing mass production, steadily focusing on Smart Home/Data Center products that are on-trend with IOT and 5G industries. The Suzhou factory continues to grow in the field of new energy, automobile electronics, and industrial control.
4. Management Implementation: Strengthening the internal control and division of labor based on functions, and an inter-departmental coordination mechanism is established to reduce risks and enhance cost control.
5. Learning and growth: Strengthening industry-academia cooperation, integrating necessary skills, systematic management, building a knowledge base and keep on innovating.

(2) Important Policy on Marketing

1. Improve the structure between products, customers, and providers

- (1) Continuously increase the ratio of automobile electronics products, especially the three key electronic components of new energy vehicles, and make strategic plans to expand overseas customers and markets.
- (2) Modify and enhance the customers' groups, and focus on first-rated car factories in future. Decluttering in the process of strategic adjustments, cutting down existing businesses that are below quality standards, and releasing more resources to focus on major customer groups and products.
- (3) Strategic purchases are endorsed to confirm the delivery date and price of the original material. There is coordination when executing production and marketing to achieve assurance of supply and reduce inventory risks
- (4) Utilizing the MES system to establish a standardized platform for information on production management, which can promote information exchange and communication between the on-site control and the management of the company. Thus the core competitiveness of the enterprise can be enhanced.

(3) Development of Research Technologies

1. The product engineering team is strengthened to satisfy the need for sophisticated craftsmanship in OEM services, and also constantly improving the production capacity and yield rate, as well as reducing costs.
2. Engage in academic exchange and industrial cooperation with academic institutions and research organizations to improve the technological standard of research and development of our company.
3. Constantly applying intellectual property rights such as software, invention patents, and utility model patents.

3. Development Strategy of the company in the future

- (1) We are continually expanding the automobile electronics market, such as auto driving, vehicle-to-everything, three key electronic components in new energy vehicles, etc. Besides that, we keep on implementing automation facilities to improve production efficiency and quality, reduce costs and increase competitiveness.
- (2) We are constantly enhancing production techniques and promoting different systematic improvements at work, to strive for higher production precision and yield rate, and provide world-class consumer quality assurance.
- (3) We constructed a high-value supply chain network with an open mindset. In the adversity of lacking chips, we proactively reached out to major chip manufacturers and distributors and built a highly effective communication channel. In the process of strategic inventory planning, we reached an agreement with customers, manufacturers, and distributors and formed strategic partnerships.
- (4) Utilizing the resource advantage of the PSA Group, we can also gain inter-regional production resources and supply advantage on parts and materials.
- (5) We actively care about our employees, enhance employee welfare and implement a system of rewards and punishments. The Academy of New Energy Intelligence Industry has been established to shoulder social responsibility, train professional talents, improve techniques and services, create favorable employment and competitive advantage, and constantly increase the influence of our brand.

4. The effect of the external competitive environment, regulatory environment and the overall operating environment

Looking ahead to 2023, with the alleviation of the pandemic, countries are opening their borders in succession, with the hope of restoring lives before the pandemic. This will help the revival of the economy and the market. However, during the pandemic, due to the imbalance of supply and demand of electronic components and critical parts, the inventory level is still high with slow clearance. Besides that, with the effect of high inflation and high-interest rates on the financial environment, and trading worldwide is still under the influence of the Russo-Ukrainian War, geopolitics, and protectionism, the EMS industry and our business are still facing great challenges.

As countries strive for goals such as zero carbon emissions and ESG sustainable development, there is significant growth of new energy vehicles (NEV) in 2023, in which China is the most iconic as it is the largest manufacturer and sales of NEVs. According to the statistics released by the China Association of Automobile Manufacturers, the production of vehicles reached 27.02 million, and 26.86 million vehicles were sold in 2022, with an increase of 3.4% and 2.1% respective on year-over-year growth. Among them, the production of NEVs reached 7.058 million, and 6.887 million NEVs were sold, with an increase of 96.9% and 94.3% respective on year-over-year growth, and the market share is 25.6%. In future years, as countries keep pursuing zero carbon emissions, the growing trend of NEVs will remain unchanged.

When facing the aforementioned challenges and opportunities, we follow the

philosophy of Passive System Alliance (PSA), which is “Equal significance of shareholder values, employee welfare, and social responsibility”, hoping that the company can achieve profitability, shareholders can have reasonable returns, and corporate social responsibility can be fulfilled at the same time, creating a high-quality working environment that benefitted mutually with colleagues. Thus the operation performance can be strengthened, and we can give back to the shareholders and contribute the society, achieving management with multiple win-win cycles. Finally, I wish all shareholders good health and everything goes well!

Cheers!

Chairman: Chiao Yu-Heng
General Manager: Liu Chen-Yu
Accounting Chief: Huang Po-Chang

INDEPENDENT AUDITORS' REPORT

Attachment 2

The Board of Directors and Shareholders
Info-Tek Corporation

Opinion

We have audited the accompanying parent company only financial statements of Info-Tek Corporation (the "Company"), which comprise the parent company only balance sheets as of December 31, 2022 and 2021, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the accompanying parent company only financial position of the Company as of December 31, 2022 and 2021, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China for the year ended December 31, 2022 and 2021. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company 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 parent company only financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2022 are stated as follows:

When the Revenue Should Be Recognized

The Company is engaged in the Electronics Manufacturing Services (EMS), no own-brand, only accept commissioned manufacturing from customer, focus on the electronics manufacturing services. The Company's sales revenue is based on the transaction conditions agreed by individual customers, the transaction conditions of each customer are not the same. It is significant that to judge the transfer of the control of sales of goods and whether the timing of recognizing the revenue was correct for the expression of parent company only financial statements. Therefore, the timing of recognizing the revenue from key customers was considered as a key audit matter for this year. Please refer to Note 4 to the parent company only Financial Statements for the relevant accounting policies and relevant disclosure information related to the recognition of operating revenue. We have performed our audit procedures to the key audit matter are follows:

1. Evaluate and test the implementation of the internal control system and actual process of sales transactions.
2. Review the incorn terms and credit lines of these key customers, and understand the similarities, differences and rationality of the trading conditions and general customers.

3. Select samples from the sales revenue sub-ledger, review relevant documents and the rationality of recognized revenue, and check external shipping documents and customer signature documents.
4. Confirm whether the timing of transfer of control is appropriate according to the contract.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

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Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the parent company only 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 Company'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 Company'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 parent company only 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 Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether parent company only 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 Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the Company 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 parent company only financial statements for the year ended December 31, 2022 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Chun-Ming Hsueh and Sheng-Hsiung Yao.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 9, 2023

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statement 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.

INFO-TEK CORPORATION

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

ASSETS	December 31, 2022		December 31, 2021	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 219,076	6	\$ 144,937	5
Financial assets at fair value through profit or loss - current (Notes 4,7and26)	25,005	1	52,859	2
Trade receivables (Notes 4 and 8)	196,108	5	132,598	4
Trade receivables from related parties (Note 27)	34,576	1	24,183	1
Other receivables (Note 8)	384	-	-	-
Other receivables from related parties (Note 27)	16,779	-	27,590	1
Inventories (Notes 4,5 and 9)	58,009	2	29,907	1
Other current assets (Note 15)	1,854	-	3,180	-
Total current assets	<u>551,791</u>	<u>15</u>	<u>415,254</u>	<u>14</u>
NON-CURRENT ASSETS				
Investments accounted for using the equity method (Notes 4 and 10)	2,791,884	76	2,226,667	74
Property, plant and equipment (Notes 4 ,11,27 and 28)	289,263	8	277,139	9
Right-of-use assets (Notes 4 and 12)	1,737	-	2,840	-
Investment properties (Notes 4 ,13 and 28)	20,427	1	21,860	1
Intangible assets (Notes 4 and 14)	417	-	1,548	-
Deferred tax assets (Notes 4 and 23)	10,113	-	58,818	2
Refundable deposits	33	-	33	-
Other non-current assets (Note 15)	6,000	-	6,000	-
Total non-current assets	<u>3,119,874</u>	<u>85</u>	<u>2,594,905</u>	<u>86</u>
TOTAL	<u>\$ 3,671,665</u>	<u>100</u>	<u>\$ 3,010,159</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 16 and 28)	\$ 362,000	10	\$ 300,000	10
Trade payables (Note 17)	98,184	3	35,256	1
Trade payables to related parties (Note 27)	3,199	-	4,140	-
Other payables (Note 18)	119,587	3	102,669	4
Other payables to related parties (Note 27)	2,641	-	2,941	-
Current tax liabilities (Note 4)	14,860	1	4,540	-
Lease liabilities – current (Notes 4 and 12)	1,024	-	1,012	-
Other current liabilities (Note 18)	11,201	-	6,804	-
Total current liabilities	<u>612,696</u>	<u>17</u>	<u>457,362</u>	<u>15</u>
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Notes 4 and 23)	71,946	2	45,865	2
Lease liabilities - current (Notes 4 and 12)	821	-	1,845	-
Net defined benefit liabilities (Notes 4 and 19)	9,892	-	15,659	-
Guarantee deposits received	1,165	-	1,165	-
Total non-current liabilities	<u>83,824</u>	<u>2</u>	<u>64,534</u>	<u>2</u>
Total liabilities	<u>696,520</u>	<u>19</u>	<u>521,896</u>	<u>17</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY				
Share capital	<u>1,212,511</u>	<u>33</u>	<u>1,212,511</u>	<u>40</u>
Capital surplus				
Additional paid-in capital	179,924	5	179,924	6
Treasury share transactions	4,036	-	4,036	-
Employee stock option	7,646	-	7,646	-
Other capital reserve	85	-	85	-
Total capital surplus	<u>191,691</u>	<u>5</u>	<u>191,691</u>	<u>6</u>
Retained earnings				
Legal reserve	130,650	3	80,610	3
Special reserve	106,006	3	106,006	3
Unappropriated earnings	1,427,192	39	952,088	32
Total retained earnings	<u>1,663,848</u>	<u>45</u>	<u>1,138,704</u>	<u>38</u>
Other equity	(42,909)	(1)	(38,752)	(1)
Treasury shares	(49,996)	(1)	(15,891)	-
Total equity	<u>2,975,145</u>	<u>81</u>	<u>2,488,263</u>	<u>83</u>
TOTAL LIABILITIES AND EQUITY	<u>\$ 3,671,665</u>	<u>100</u>	<u>\$ 3,010,159</u>	<u>100</u>

The accompanying notes are an integral part of the parent company only financial statements.

INFO-TEK CORPORATION

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 21 and 27)	\$465,637	100	\$399,037	100
COST OF GOODS SOLD (Notes 4,9,19,22 and 27)	<u>362,934</u>	<u>78</u>	<u>352,091</u>	<u>88</u>
GROSS PROFIT	<u>102,703</u>	<u>22</u>	<u>46,946</u>	<u>12</u>
OPERATING EXPENSES (Notes 19, 22 and 27)				
Selling and marketing expenses	7,799	1	7,820	2
General and administrative expenses	98,878	21	79,898	20
Expected credit loss (reversal gain) (Notes 4,8 and27)	(<u>1,147</u>)	<u>-</u>	<u>1,023</u>	<u>-</u>
Total operating expenses	<u>105,530</u>	<u>22</u>	<u>88,741</u>	<u>22</u>
LOSS FROM OPERATIONS	(<u>2,827</u>)	<u>-</u>	(<u>41,795</u>)	(<u>10</u>)
NON-OPERATING INCOME AND EXPENSES(Notes 4, 22 and 27)				
Interest income	1,942	-	41	-
Other income	10,628	2	9,873	2
Other gains and losses	16,446	4	(4,412)	(1)
Finance costs	(4,465)	(1)	(2,579)	(1)
Share of profit or loss of subsidiaries and associates	<u>758,954</u>	<u>163</u>	<u>573,315</u>	<u>144</u>
Total non-operating income and expenses	<u>783,505</u>	<u>168</u>	<u>576,238</u>	<u>144</u>
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	780,678	168	534,443	134

(Continued)

INFO-TEK CORPORATION

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

	2022		2021	
	Amount	%	Amount	%
INCOME TAX EXPENSE (Notes 4 and 23)	<u>105,220</u>	<u>23</u>	<u>34,041</u>	<u>8</u>
NET PROFIT FOR THE YEAR	<u>675,458</u>	<u>145</u>	<u>500,402</u>	<u>126</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	(27,854)	(6)	(20,099)	(5)
Remeasurement of defined benefit plans	<u>5,327</u>	<u>1</u>	<u>(654)</u>	<u>-</u>
	<u>(22,527)</u>	<u>(5)</u>	<u>(20,753)</u>	<u>(5)</u>
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations	<u>18,370</u>	<u>4</u>	<u>(10,598)</u>	<u>(3)</u>
	<u>18,370</u>	<u>4</u>	<u>(10,598)</u>	<u>(3)</u>
Other comprehensive income(loss) for the year, net of income tax	<u>(4,157)</u>	<u>(1)</u>	<u>(31,351)</u>	<u>(8)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 671,301</u>	<u>144</u>	<u>\$ 469,051</u>	<u>118</u>
EARNINGS PER SHARE (Note 24)				
Basic	<u>\$ 5.63</u>		<u>\$ 4.16</u>	
Diluted	<u>\$ 5.60</u>		<u>\$ 4.15</u>	

The accompanying notes are an integral part of the parent company only financial statements.

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	Share Capital (Note 20)	Capital Surplus (Note 20)	Retained Earnings (Notes 4 and 20)			Other equity(Note 20)				
			Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations	Unrealized gain(loss) on financial assets measured at fair value through other comprehensive income	Remeasurement of defined benefit obligation	Treasury shares(Note 20)	Total
BALANCE AT JANUARY 1, 2021	\$ 1,212,511	\$ 191,606	\$ 59,832	\$ 106,006	\$ 568,665	(\$ 81,828)	\$ 71,749	\$ 2,678	(\$ 15,891)	\$ 2,115,328
Appropriation of the 2020 earnings										
Legal reserve	-	-	20,778	-	(20,778)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(96,201)	-	-	-	-	(96,201)
Net profit for the year ended December 31, 2021	-	-	-	-	500,402	-	-	-	-	500,402
Other comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	(10,598)	(20,099)	(654)	-	(31,351)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	500,402	(10,598)	(20,099)	(654)	-	469,051
Other changes in capital surplus	-	85	-	-	-	-	-	-	-	85
BALANCE AT DECEMBER 31, 2021	1,212,511	191,691	80,610	106,006	952,088	(92,426)	51,650	2,024	(15,891)	2,488,263
Appropriation of the 2021 earnings										
Legal reserve	-	-	50,040	-	(50,040)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(150,314)	-	-	-	-	(150,314)
Purchase of treasury shares	-	-	-	-	-	-	-	-	(34,105)	(34,105)
Net profit for the year ended December 31, 2022	-	-	-	-	675,458	-	-	-	-	675,458
Other comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	-	18,370	(27,854)	5,327	-	(4,157)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	675,458	18,370	(27,854)	5,327	-	671,301
BALANCE, AT DECEMBER 31, 2022	\$ 1,212,511	\$ 191,691	\$ 130,650	\$ 106,006	\$ 1,427,192	(\$ 74,056)	\$ 23,796	\$ 7,351	(\$ 49,996)	\$ 2,975,145

The accompanying notes are an integral part of the parent company only financial statements.

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before before income tax from continuing operations	\$780,678	\$534,443
Adjustments for:		
Expected credit loss (reversal gain) of trade receivables	(1,147)	1,023
Depreciation expense	29,637	29,571
Amortization expense	1,131	1,873
Interest expense	4,465	2,579
Share of profit of subsidiaries and associates	(758,954)	(573,315)
Interest income	(1,942)	(41)
Dividend income	(1,427)	(1,903)
(Reversed) Write-downs of inventories	4,570	(5,812)
Gain(Loss) on disposals of Right-of-use asset	-	(5)
Net gain on foreign currency exchange	(74)	394
Changes in operating assets and liabilities		
Trade receivables	(64,175)	(58,870)
Trade receivables from related parties	(10,467)	(18,408)
Other receivables	(384)	428
Other receivables from related parties	10,508	(12,875)
Inventories	(32,672)	9,009
Other current assets	1,326	1,938
Trade payables	65,133	(1,070)
Trade payables to related parties	(928)	(1,734)
Other payables	19,635	24,166
Other payables to related parties	(300)	2,023
Net defined benefit liabilities	(440)	56
Other current liabilities	4,374	2,246
Cash generated from operations	48,547	(64,284)
Interest paid	(4,367)	(2,500)
Income tax paid	(26,039)	(14,521)
Net cash generated from operating activities	<u>18,141</u>	<u>(81,305)</u>

(Continued)

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	<u>2022</u>	<u>2021</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	1,942	41
Dividends received	218,128	109,328
Decrease prepayments for equipment received	-	155
Purchase of property, plant and equipment	(41,858)	(6,843)
Acquisition of intangible assets	<u>-</u>	<u>(400)</u>
Net cash used in investing activities	<u>178,212</u>	<u>102,281</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	62,000	110,000
Increase in guarantee deposits received	-	513
Repayment of the principal of lease liabilities	(1,037)	(631)
Dividends paid to shareholders of the Company	(150,314)	(96,201)
Payments for purchase of treasury stock	(34,105)	-
Exercising the right of disgorgement	<u>-</u>	<u>85</u>
Net cash flows used in financing activities	<u>(123,456)</u>	<u>13,766</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>1,242</u>	<u>(479)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	74,139	34,263
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>144,937</u>	<u>110,674</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE TEAR	<u>\$219,076</u>	<u>\$144,937</u>

The accompanying notes are an integral part of the parent company only financial statements.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Info-Tek Corporation

Opinion

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

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China for the year ended December 31, 2022 and 2021. 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 Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2022 are stated as follows:

When the Revenue Should Be Recognized

The Group is engaged in the Electronics Manufacturing Services (EMS), no own-brand, only accept commissioned manufacturing from customer, focus on the electronics manufacturing services. The Group's sales revenue is based on the transaction conditions agreed by individual customers, the transaction conditions of each customer are not the same. It is significant that to judge the transfer of the control of sales of goods and whether the timing of recognizing the revenue was correct for the expression of consolidated financial statements. Therefore, the timing of recognizing the revenue from key customers was considered as a key audit matter for this year. Please refer to Note 4 to the Consolidated Financial Statements for the relevant accounting policies and relevant disclosure information related to the recognition of operating revenue. We have performed our audit procedures to the key audit matter are follows:

5. Evaluate and test the implementation of the internal control system and actual process of sales transactions.
6. Review the incorn terms and credit lines of these key customers, and understand the similarities, differences and rationality of the trading conditions and general customers.

7. Select samples from the sales revenue sub-ledger, review relevant documents and the rationality of recognized revenue, and check external shipping documents and customer signature documents.
8. Confirm whether the timing of transfer of control is appropriate according to the contract.

Other Matter

We have also audited the parent company only financial statements of Info-Tek Corporation as of and for the years ended December 31, 2022 and 2021 on which we have issued an unqualified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the 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 members of the Audit Committee) are responsible for overseeing the Group's financial reporting process.

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 the 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 members of the Audit Committee) are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise

professional judgment and maintain professional skepticism throughout the audit. We also:

7. 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.
8. 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.
9. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
10. 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.
11. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
12. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the Group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Chun-Ming Hsueh and Sheng-Hsiung Yao.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 9, 2023

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statement 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.

INFO-TEK CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2022		December 31, 2021	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 488,330	8	\$ 390,662	9
Financial assets at fair value through other comprehensive income - current (Notes 4、7 and 27)	25,005	-	52,859	1
Notes receivable (Notes 4 and 8)	722,426	11	867,549	19
Trade receivables (Notes 4 and 8)	2,727,271	42	1,388,108	31
Trade receivables from related parties (Note 28)	34,576	1	24,183	1
Other receivables (Note 8)	22,558	-	134	-
Other receivables from related parties (Note 28)	198	-	3,317	-
Inventories (Notes 4、5 and 9)	790,382	12	502,637	11
Other current assets (Notes 6 and 15)	254,967	4	119,862	3
Total current assets	<u>5,065,713</u>	<u>78</u>	<u>3,349,311</u>	<u>75</u>
NON-CURRENT ASSETS				
Property, plant and equipment (Notes 4、11、28 and 29)	1,081,196	17	883,877	20
Right-of-use assets (Notes 4、12 and 28)	176,793	3	70,864	2
Investment properties (Notes 4、13 and 29)	20,427	-	21,860	-
Intangible assets (Notes 4 and 14)	6,106	-	6,233	-
Deferred tax assets (Notes 4 and 23)	31,091	-	84,096	2
Refundable deposits	8,328	-	14,242	-
Other non-current assets (Note 15)	102,664	2	55,093	1
Total non-current assets	<u>1,426,605</u>	<u>22</u>	<u>1,136,265</u>	<u>25</u>
TOTAL ASSETS	<u>\$6,492,318</u>	<u>100</u>	<u>\$4,485,576</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 16 and 29)	\$ 516,330	8	\$ 300,000	7
Notes payable (Note 17)	749,611	12	333,874	8
Trade payables (Note 17)	1,170,625	18	723,752	16
Trade payables to related parties (Note 28)	8,747	-	6,606	-
Other payables (Note 18)	473,429	7	271,675	6
Other payables to related parties (Note 28)	6,515	-	2,941	-
Current tax liabilities (Note 4)	43,728	1	16,800	-
Lease liabilities – current (Notes 4、12 and 28)	77,384	1	18,110	-
Current portion of long-term borrowings (Note 16)	882	-	-	-
Other current liabilities (Note 18)	111,297	2	110,465	3
Total current liabilities	<u>3,158,548</u>	<u>49</u>	<u>1,784,223</u>	<u>40</u>
NON-CURRENT LIABILITIES				
Long-term borrowings (Note 16)	87,278	1	-	-
Deferred tax liabilities (Notes 4 and 23)	85,218	1	58,944	1
Lease liabilities –non- current (Notes 4、12 and 28)	65,445	1	15,290	-
Net defined benefit liabilities (Notes 4 and 19)	9,892	-	15,659	1
Guarantee deposits received	98,132	2	110,721	3
Other current liabilities	12,660	-	12,476	-
Total non-current liabilities	<u>358,625</u>	<u>5</u>	<u>213,090</u>	<u>5</u>
Total liabilities	<u>3,517,173</u>	<u>54</u>	<u>1,997,313</u>	<u>45</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY				
Share capital	<u>1,212,511</u>	<u>19</u>	<u>1,212,511</u>	<u>27</u>
Capital surplus				
Additional paid-in capital	179,924	3	179,924	4
Treasury share transactions	4,036	-	4,036	-
Employee stock option	7,646	-	7,646	-
Other capital reserve	85	-	85	-
Total capital surplus	<u>191,691</u>	<u>3</u>	<u>191,691</u>	<u>4</u>
Retained earnings				
Legal reserve	130,650	2	80,610	2
Special reserve	106,006	2	106,006	2
Unappropriated earnings	<u>1,427,192</u>	<u>22</u>	<u>952,088</u>	<u>21</u>
Total retained earnings	<u>1,663,848</u>	<u>26</u>	<u>1,138,704</u>	<u>25</u>
Other equity	(42,909)	(1)	(38,752)	(1)
Treasury shares	(49,996)	(1)	(15,891)	-
Total equity	<u>2,975,145</u>	<u>46</u>	<u>2,488,263</u>	<u>55</u>
TOTAL LIABILITIES AND EQUITY	<u>\$6,492,318</u>	<u>100</u>	<u>\$4,485,576</u>	<u>100</u>

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

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	2022		2021	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 21 and 28)	\$6,861,906	100	\$4,512,644	100
COST OF GOODS SOLD (Notes 4,9,19,22 and 28)	<u>5,374,849</u>	<u>78</u>	<u>3,454,791</u>	<u>76</u>
GROSS PROFIT	<u>1,487,057</u>	<u>22</u>	<u>1,057,853</u>	<u>24</u>
OPERATING EXPENSES (Notes 19, 22 and 28)				
Selling and marketing expenses	72,178	1	40,763	1
General and administrative expenses	246,970	3	173,883	4
Research and development expenses	250,323	4	209,279	5
Expected credit loss (reversal gain) (Notes 4,8 and28)	(<u>23,967</u>)	<u>-</u>	<u>16,534</u>	<u>-</u>
Total operating expenses	<u>545,504</u>	<u>8</u>	<u>440,459</u>	<u>10</u>
PROFIT FROM OPERATIONS	<u>941,553</u>	<u>14</u>	<u>617,394</u>	<u>14</u>
NON-OPERATING INCOME AND EXPENSES(Note 22)				
Interest income	6,090	-	3,605	-
Other income	17,581	-	23,071	-
Other gains and losses	(4,760)	-	(4,989)	-
Finance costs(Note 28)	(<u>33,131</u>)	<u>-</u>	(<u>7,312</u>)	<u>-</u>
Total non-operating income and expenses	(<u>14,220</u>)	<u>-</u>	<u>14,375</u>	<u>-</u>
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	927,333	14	631,769	14
INCOME TAX EXPENSE (Notes 4 and 23)	<u>251,875</u>	<u>4</u>	<u>131,367</u>	<u>3</u>

(Continued)

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	2022		2021	
	Amount	%	Amount	%
NET PROFIT FOR THE YEAR	<u>\$ 675,458</u>	<u>10</u>	<u>\$ 500,402</u>	<u>11</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	(27,854)	-	(20,099)	(1)
Remeasurement of defined benefit plans	<u>5,327</u>	<u>-</u>	<u>(654)</u>	<u>-</u>
	<u>(22,527)</u>	<u>-</u>	<u>(20,753)</u>	<u>(1)</u>
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations	<u>18,370</u>	<u>-</u>	<u>(10,598)</u>	<u>-</u>
	<u>18,370</u>	<u>-</u>	<u>(10,598)</u>	<u>-</u>
Other comprehensive income(loss) for the year, net of income tax	<u>(4,157)</u>	<u>-</u>	<u>(31,351)</u>	<u>(1)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 671,301</u>	<u>10</u>	<u>\$ 469,051</u>	<u>10</u>
EARNINGS PER SHARE (Note 24)				
Basic	<u>\$ 5.63</u>		<u>\$ 4.16</u>	
Diluted	<u>\$ 5.60</u>		<u>\$ 4.15</u>	

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

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	Share Capital (Note 20)	Capital Surplus (Note 20)	Retained Earnings (Notes 4 and 20)			Other equity(Note 20)				Total
			Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations	Unrealized gain(loss) on financial assets measured at fair value through other comprehensive income	Remeasurement of defined benefit obligation	Treasury shares(Note 20)	
BALANCE AT JANUARY 1, 2021	\$ 1,212,511	\$ 191,606	\$ 59,832	\$ 106,006	\$ 568,665	(\$ 81,828)	\$ 71,749	\$ 2,678	(\$ 15,891)	\$ 2,115,328
Appropriation of the 2020 earnings										
Legal reserve	-	-	20,778	-	(20,778)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(96,201)	-	-	-	-	(96,201)
Net profit for the year ended December 31, 2021	-	-	-	-	500,402	-	-	-	-	500,402
Other comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	(10,598)	(20,099)	(654)	-	(31,351)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	500,402	(10,598)	(20,099)	(654)	-	469,051
Other changes in capital surplus	-	85	-	-	-	-	-	-	-	85
BALANCE AT DECEMBER 31, 2021	1,212,511	191,691	80,610	106,006	952,088	(92,426)	51,650	2,024	(15,891)	2,488,263
Appropriation of the 2021 earnings										
Legal reserve	-	-	50,040	-	(50,040)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(150,314)	-	-	-	-	(150,314)
Purchase of treasury shares	-	-	-	-	-	-	-	-	(34,105)	(34,105)
Net profit for the year ended December 31, 2022	-	-	-	-	675,458	-	-	-	-	675,458
Other comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	-	18,370	(27,854)	5,327	-	(4,157)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	675,458	18,370	(27,854)	5,327	-	671,301
BALANCE, AT DECEMBER 31, 2022	\$ 1,212,511	\$ 191,691	\$ 130,650	\$ 106,006	\$ 1,427,192	(\$ 74,056)	\$ 23,796	\$ 7,351	(\$ 49,996)	\$ 2,975,145

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

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before before income tax from continuing operations	\$ 927,333	\$ 631,769
Adjustments for:		
Expected credit loss (reversal gain) of trade receivables	(23,967)	16,534
Depreciation expense	212,686	137,860
Amortization expense	3,199	3,818
Interest expense	33,131	7,312
Interest income	(6,090)	(3,605)
Dividend income	(1,427)	(1,903)
Gain (Loss) on disposal of property, plant and equipment	(80)	5,767
Gain (Loss) on disposals of Right-of-use asset	808	(5)
(Reversed) Write-downs of inventories	(16,488)	29,627
Net gain on foreign currency exchange	(990)	(1,988)
Changes in operating assets and liabilities		
Notes receivable	145,123	(397,905)
Trade receivables	(1,339,981)	(279,642)
Trade receivables from related parties	(10,467)	(18,408)
Other receivables	(21,874)	397
Other receivables from related parties	3,127	(3,214)
Inventories	(272,791)	(58,960)
Other current assets	(135,105)	(40,546)
Non-current assets	2,688	2,728
Notes payable	415,737	130,519
Trade payables	451,716	46,841
Trade payables to related parties	996	(5,895)
Other payables	190,004	82,634
Other payables to related parties	4,730	867
Other current liabilities	427	33,243
Net defined benefit liabilities	(440)	56
Non-current liabilities	184	(96)
Cash generated from operations	562,189	317,805
Interest paid	(7,295)	(3,147)
Income tax paid	(151,786)	(131,587)
Net cash generated from operating activities	<u>403,108</u>	<u>183,071</u>

(Continued)

INFO-TEK CORPORATION AND SUBSIDIARIES

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

	<u>2022</u>	<u>2021</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(\$ 415,502)	(\$ 112,176)
Proceeds from disposal of property, plant and equipment	19,837	283
Interest received	5,540	3,624
Dividends received	1,427	1,903
Acquisition of intangible assets	(2,355)	(3,248)
(Increase) decrease in refundable deposits	<u>5,914</u>	<u>(11,171)</u>
Net cash used in investing activities	<u>(385,139)</u>	<u>(120,785)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	216,330	110,000
Proceeds from long-term borrowings	88,160	-
Increase (decrease) in guarantee deposits received	(12,589)	99,418
Repayment of the principal of lease liabilities	(44,893)	(6,010)
Dividends paid to shareholders of the Company	(150,314)	(96,201)
Payments for purchase of treasury stock	(34,105)	-
Exercising the right of disgorgement	<u>-</u>	<u>85</u>
Net cash flows used in financing activities	<u>62,589</u>	<u>107,292</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>17,110</u>	<u>(8,068)</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	97,668	161,510
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>390,662</u>	<u>229,152</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE TEAR	<u>\$ 488,330</u>	<u>\$ 390,662</u>

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

INFO-TEK CORPORATION

Audit Committee's Review Report

The Board of Directors has prepared and submitted the Company's 2022 business report, financial statements and the profit distribution proposal, of which the financial statements had been audited by Chun-Ming Hsueh and Sheng-Hsiung Yao, CPAs of Deloitte & Touche, who also provided an auditor's report. The above business report, financial statements and the profit distribution proposal have been verified by the Audit Committee without any discrepancies found. This report is prepared in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

INFO-TEK CORPORATION

The convener of the Audit Committee : Pi-Lan Chang

May 3, 2023

INFO-TEK CORPORATION
Implementation of Investments in Mainland China

2023/3/31

Unit: Amounts in Thousands of NTD

Name of Company in Mainland China	Total Amount of Paid-in Capital	Ownership (%)	Major Business or Production
INFO-TEK ELECTRONICS(SUZHOU) CO. LTD	1,233,562	100	The manufacturing and installation of mainboard of information electrical products

INFO-TEK CORPORATION
Implementation of Repurchase of Company Shares

Repurchase Session	The Sixth Time	The Seventh Time
Purpose of buy-back	Transfer to employees	Transfer to employees
Timeframe of buy-back	2020/1/21 - 2020/3/20	2022/5/31 - 2022/7/29
Price range	NT\$15-24 per share	NT\$60-75 per share
Class, quantity of shares repurchased	Common Stock 1,000,000 shares	Common Stock 500,000 shares
Value of shares repurchased	NT\$15,891,000	NT\$34,105,242
Quantity of repurchased shares as a percentage of total shares to be repurchased	100%	100%
Shares Cancelled / transferred	1,000,000 shares	0
Accumulated number of company shares held	0	500,000 shares
Percentage of total company shares held	0	0.41%

INFO-TEK CORPORATION

The Regulations on the Seventh Repurchase of Shares and its Transfer to Employees

Revised on 2022/5/30

Article 1 Purpose of issuance

To motivate employees and enhance their cohesion, according to Article 28-2, Paragraph 1, Subparagraph 1 of The Securities and Exchange Act, "Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies" issued by the Financial Supervisory Commission, and other relevant regulations, this regulation on the repurchase of shares (hereinafter referred to as "treasure stocks") and its transfer to employees is revised. The transfer of shares to employees will be fully conducted under the provisions of this regulation, as well as other relevant acts and regulations.

Article 2 Types of transferred shares, terms of rights and restrictions on rights.

The shares transferred to employees are common stocks, and their rights and obligations are the same as common stocks circulated outside, unless otherwise stated by relevant laws or this regulation.

Article 3 Transfer period

In accordance with the provisions of this Regulation, the Company shall transfer the shares repurchased to employees within five years from the repurchase date, in one go or in installments. The Board of Directors is authorized to set the payment period and other related matters on the stock subscription of employees in each transfer process.

Article 4 Eligibility of transferee and the number of shares that can be subscribed

1. Employees who join the company before the ex-rights date shall have the right to subscribe to treasury stocks. The term "employee" referred to in this policy is limited to full-time official staff and full-time employees of domestic and overseas subsidiaries, in which more than 50% of the voting shares were held by the Company, directly or indirectly.
2. The number of shares that employees are entitled to subscribe to will be determined based on factors such as their position, length of service, work performance, overall contribution, special achievements, or other factors that need to be taken into account in management.

Article 5 The procedure of transfer

The operating procedure for the repurchase of shares and transfer to employees is as follows:

- (1) The treasury shares shall be repurchased within the execution time limit in accordance with the resolution, announcement, and declaration of the Board of Directors.
- (2) The management unit of the company shall draft a proposal in accordance with Article 4, to deal with operational matters such as the record date of subscription of employees, the standard for the number of shares that can be subscribed, the subscription payment period, and the terms of rights. Managers who comply with the organizational regulations of the company's

Remuneration Committee shall submit the proposal to the Remuneration Committee for review. The actual specific eligibility for subscription and subscription quantities shall be approved by the Board of Directors, while those who are non-managers shall be reviewed by the Audit Committee and approved by the Board of Directors.

- (3) Employees who do not subscribe and pay during the subscription and payment period shall be deemed to have waived their rights. The remaining balance of undersubscribed shares shall be offered to other employees according to the provisions of the preceding Paragraph.
- (4) Calculate the actual number of shares that are subscribed and paid, and process share transfer registration.

Article 6 Agreement on the transfer price per share and adjustments to the transfer price

The Company repurchases shares and transfers them to employees, and the transfer price is the average of the actual repurchase price. (rounded up to the nearest 0.01 NTD) But if there are increases or decreases in the Company's issued common shares before the transfer, the transfer price shall be adjusted in proportion to the ratio of increment or decrement of issued shares.

The formula for adjusting the transfer price is as follows:

Adjusted transfer price = Average repurchase price x (Total number of common shares at the completion of the Company's repurchase of shares ÷ Total number of common shares before the Company transfers repurchased shares to employees)

Article 7 The rights and obligations after the transfer

The Company repurchases shares and transfers them to employees, and after completing the transfer registration, unless otherwise specified, all rights and obligations are the same as the original shares.

Article 8 Other matters related to the rights and obligations of the Company and employees

The relevant taxes and fees incurred from the transfer of treasury stocks to employees under this regulation shall be handled in accordance with the laws and regulations in effect at the time and relevant procedures of the Company.

Article 9 Other matters

All the treasury stocks that are repurchased and transferred to employees should wholly transfer within five years from the date of repurchase. For shares that are not transferred after the deadline shall be deemed as unissued shares of the Company, and shall be deregistered from their transfer registration according to the law.

Article 10 This regulation shall take effect upon approval by the Board of Directors. In the future, if there are changes in laws and regulations, changes approved by the competent authority, or objective changes in the environment, the regulation can be revised by the resolution of the Board of Directors.

Article 11 This regulation should be reported to the shareholders meeting, and any revisions should be reported as well.

INFO-TEK CORPORATION
Table of Stockholding of Directors

2023/4/16

Position	Name	shares	Rate
Chairman	Chiao Yu-Heng	398,000	0.33%
Director	Peng Peng-Huang	5,003,000	4.13%
Director	Liu Ming-Hsiung	0	0.00%
Director	Global Brands Manufacture Ltd. Representative : Chiu Yu-Sheng	33,270,949	27.44%
Independent Director	Chen Hui-Choa	0	0.00%
Independent Director	Chang Pi-Lan	0	0.00%
Independent Director	Chu Wen-Yuau	0	0.00%
Total		38,671,949	31.90%

INFO-TEK CORPORATION

Comparison Table of Amended Articles of “Rules of Procedure for Board of Directors’ Meetings”

Amended Article	Current Article	Explanation
<p>Article 3 :</p> <p>The Board of Directors shall call at least one meeting every quarter.</p> <p>The calling of a Board of Directors meeting shall specify the purpose and notify each director seven days before the meeting. However, in case of an emergency, the meeting may be called at any time. The notice of a Board of Directors meeting may be given in written form, email, or fax.</p> <p>The matters listed in each subparagraph of the first paragraph of Article 12 of this regulation shall be enumerated in the cause of calling the meeting, and shall not be proposed by a temporary motion.</p>	<p>Article 3 :</p> <p>The Board of Directors shall call at least one meeting every quarter.</p> <p>The calling of a Board of Directors meeting shall specify the purpose and notify each director seven days before the meeting. However, in case of an emergency, the meeting may be called at any time. The notice of a Board of Directors meeting may be given in written form, email or fax.</p> <p>The matters listed in each subparagraph of the first paragraph of Article 12 of this regulation, <u>with the exception of emergencies or justifiable reasons</u>, shall be enumerated in the cause of calling the meeting, and shall not be proposed by a temporary motion.</p>	<p>In compliance with amendment No. 1110383263 from the Financial Supervisory Commission, issued on August 5, 2022.</p>
<p>Article 12:</p> <p>The following matters should be brought up to the Board of Directors for discussion:</p> <ol style="list-style-type: none"> 1. Business Plan of the Company 2. Annual Financial Statement and Accountant-Audited Quarter 2 Financial Statement 3. Adoption or amendment of the internal control system in accordance with Article 14-1 of the Securities Exchange Act (hereinafter referred to as the "Act"), and assessment of 	<p>Article 12:</p> <p>The following matters should be brought up to the Board of Directors for discussion:</p> <ol style="list-style-type: none"> 1. Business Plan of the Company 2. Annual Financial Statement and Accountant-Audited Quarter 2 Financial Statement 3. Adoption or amendment of the internal control system in accordance with Article 14-1 of the Securities Exchange Act (hereinafter referred to as the "Act"), and assessment of 	<p>In compliance with amendment No. 1110383263 from the Financial Supervisory Commission, issued on August 5, 2022.</p>

<p>the effectiveness of the internal control system.</p> <p>4. Adoption or amendment of the procedures for handling significant financial or operational actions, in accordance with Article 36-1 of the Securities Exchange Act. This includes acquisition or disposition of assets, derivative trading, lending funds to others, and endorsements or provision of guarantees.</p> <p>5. The raising, issuance, or private placement of any equity-type securities.</p> <p><u>6. The election or discharge of the Chairman when the Board of Directors had not created the post of Managing Director.</u></p> <p><u>7.</u> The appointment or discharge of a financial, accounting, or internal auditing officer.</p> <p><u>8.</u> Donations to related parties or significant donations to non-related parties. But in case of grave natural disasters, donations with a charity nature used for emergency assistance could be retrospectively approved at the next board meeting.</p> <p><u>9.</u> In accordance with Article 14-3 of the Securities and Exchange Act or other laws and regulations, matters that should be resolved by the shareholders meeting or brought up to the Board of Directors, as well as significant matters that are regulated by the competent authorities.</p>	<p>the effectiveness of the internal control system.</p> <p>4. Adoption or amendment of the procedures for handling significant financial or operational actions, in accordance with Article 36-1 of the Securities Exchange Act. This includes acquisition or disposition of assets, derivative trading, lending funds to others, and endorsements or provision of guarantees.</p> <p>5. The raising, issuance, or private placement of any equity-type securities.</p> <p>6. The appointment or discharge of a financial, accounting, or internal auditing officer.</p> <p>7. Donations to related parties or significant donations to non-related parties. But in case of grave natural disasters, donations with a charity nature used for emergency assistance could be retrospectively approved at the next board meeting.</p> <p>8. In accordance with Article 14-3 of the Securities and Exchange Act or other laws and regulations, matters that should be resolved by the shareholders meeting or brought up to the Board of Directors, as well as significant matters that are regulated by the competent authorities. The related parties referred to in Subparagraph 7 aforementioned are defined as related parties which are regulated by the Regulations</p>	
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<p>The related parties referred to in Subparagraph 8 aforementioned are defined as related parties which are regulated by the Regulations Governing the Preparation of Financial Statements by Securities Issuers. The alleged "Significant donations to non-related parties" refers to donations to the same recipient with an amount exceeding NT\$100 million in each donation or donations accumulated in a year, or with an amount that is 1% or more of the net operating revenue confirmed by the financial statement audited by an accountant in the most recent fiscal year, or 5% or more of the paid-in capital.</p> <p>(omitted)</p>	<p>Governing the Preparation of Financial Statements by Securities Issuers. The alleged "Significant donations to non-related parties" refers to donations to the same recipient with an amount exceeding NT\$100 million in each donation or donations accumulated in a year, or with an amount that is 1% or more of the net operating revenue confirmed by the financial statement audited by an accountant in the most recent fiscal year, or 5% or more of the paid-in capital.</p> <p>(omitted)</p>	
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INFO-TEK CORPORATION
Comparison Table of Amended Articles of "Corporate Governance Best Practice Principles"

Amended Article	Current Article	Explanation
<p><u>Article 6-1 Attach importance to Shareholders' Right to Know and Prevention of Insider Trading</u></p> <p><u>Our company shall attach importance to shareholders' right to know and strictly comply with the relevant regulations on information disclosure. Using the Market Observation Post System (MOPS) or website hosted by the Company, information on the Company's finance, business, shareholding by insiders, and corporate governance can be provided to shareholders frequently and promptly.</u></p> <p><u>To treat shareholders equally, the announcement of different types of information mentioned in the preceding paragraph should provide an English version simultaneously.</u></p> <p><u>To safeguard shareholders' rights and ensure equal treatment of shareholders, the Company should establish internal regulations to prohibit insiders from trading securities with undisclosed information in the market.</u></p> <p><u>Regulations regarding the previous paragraph include control measures on stock trading of insiders starting from the day they learn of the financial statements or related contents on the performance of</u></p>	<p>(This article is a new addition)</p>	<p>To enhance corporate governance and protect the rights of shareholders.</p>

<p><u>the company. This includes (but is not limited to) the prohibition of directors to trade their stocks 30-day closed period before the announcement of the annual financial statement, and the 15-day closed period before the announcement of the quarterly financial statement.</u></p>		
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INFO-TEK CORPORATION
Comparison Table of Amended Articles of “Operational Procedures for Acquisition and Disposal of Assets”

Amended Article	Current Article	Explanation
<p>Article 5 Approval Authority</p> <p>1. Purchase (subscription) and sale (repurchase) of bonds, securities with attached repurchase or reverse repo conditions, money market funds issued by domestic securities investment trust enterprises, and bond funds, shall require approval from the General Manager; Purchase and sale of long-term securities with investment income recognized under the equity method, or long-term securities merged into the consolidated financial statements of the consolidated entity shall require approval from the Board of Directors; Except for the securities mentioned above, for any securities trading, no matter they are executed in the centralized exchange market or an over-the-counter market, if the amount is below <u>NT\$100 million</u> in the same bid, it shall be approved by the Chairman. If the accumulated amount in a year exceeds <u>NT\$100 million</u>, it shall be reported to the Board of Directors for approval.</p> <p>(Omitted)</p>	<p>Article 5 Approval Authority</p> <p>1. Purchase (subscription) and sale (repurchase) of bonds, securities with attached repurchase or reverse repo conditions, money market funds issued by domestic securities investment trust enterprises, and bond funds, shall require approval from the General Manager; Purchase and sale of long-term securities with investment income recognized under the equity method, or long-term securities merged into the consolidated financial statements of the consolidated entity shall require approval from the Board of Directors; Except for the securities mentioned above, for any securities trading, no matter they are executed in the centralized exchange market or an over-the-counter market, if the amount is below <u>NT\$50 million</u> in the same bid, it shall be approved by the Chairman. If the accumulated amount in a year exceeds <u>NT\$50 million</u>, it shall be reported to the Board of Directors for approval.</p> <p>(Omitted)</p>	<p>Due to practical needs, the increment of limits of the Chairman is authorized.</p>
<p><u>Article 13</u> Subsidiaries should establish and execute the “Operational Procedures for Acquisition and Disposal of Assets” ;</p>	<p>Article 13 Subsidiaries should establish and execute the “ Operational Procedures for Acquisition and Disposal of Assets”</p>	<p>Due to practical needs, if the subsidiary has not established the “Operational</p>

<p><u>If this regulation has not been established, subsidiaries should operate in accordance with this regulation, relevant management procedures of the parent company, and the "Approval Authority.</u></p>		<p>Procedures for Acquisition and Disposal of Assets”, the relevant regulations of the parent company shall be applied.</p>
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INFO-TEK CORPORATION

Article of Incorporation

Chapter 1 General Provisions

Article 1: The Company shall be incorporated under the Company Act of the Republic of China, and its name is INFO-TEK CORPORATION.

Article 2: The operating business of The Company is as follows:

1. CC01080 Electronic Parts and Components Manufacturing
2. CF01011 Medical Materials and Equipment Manufacturing
3. CB01020 Office Machines Manufacturing
4. CC01030 Electrical Appliances and Audiovisual Electronic Products Manufacturing
5. CC01120 Data Storage Media Manufacturing and Duplicating
6. CC01060 Wired Communication Equipment and Apparatus Manufacturing
7. CC01070 Telecommunication Equipment and Apparatus Manufacturing
8. CE01030 Optical Instruments Manufacturing
9. F113020 Wholesale of Household Appliance
10. F113050 Wholesale of Computers and Clerical Machinery Equipment
11. F113070 Wholesale of Telecommunication Apparatus
12. F116010 Wholesale of Photographic Equipment
13. F119010 Wholesale of Electronic Materials
14. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The total amount of investment through the transfer of funds of the company is not subject to the limitation set by Article 13 of the Company Act, in which the total amount of investment made through the transfer of funds shall not exceed 40% of the paid-in capital. Any matters related to investment through the transfer of funds shall be handled by the resolution of the Board of Directors."

Article 2-2: Due to business needs, the Company may endorse and guarantee for external parties.

Article 3: The Company shall have its head office in Hsinchu County, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors and approval of the competent authority, set up branch offices within or outside the territory of the Republic of China when deemed necessary. The establishment, abolishment, or changes of branch offices are handled according to the resolution of the Board of Directors.

Article 4: (Deleted)

Chapter 2 Capital Stock

Article 5: The total capital stock of the Company shall be in the amount of 1.5 billion New Taiwan Dollars, divided into 150 million shares, at 10 New Taiwan Dollars each.

Authorized by the Board of Directors, the unissued portion shall be issued in installments. The Company may issue employee stock option certificates and reserve 10 million shares from the total amount stated in the preceding Paragraph as shares reserved for the issuance of employee stock option certificates.

Article 6: The share certificates of the Company shall be in registered form, and before they are issued, shall be signed by or affixed with the seals of the Chairman and no less than two Directors of the Company, and shall be duly certified or authenticated by the competent authority or certified registration agencies authorized by the competent authority. The company's issued shares may be exempt from printing stock certificates and should be registered with the Depository & Clearing Agency.

Article 7: (Deleted)

Article 8: (Deleted)

Article 9: (Deleted)

Article 10: (Deleted)

Article 11: The transfer of shares shall be suspended within 60 days before a regular shareholders meeting, 30 days before a special shareholders meeting, or 5 days before the target date fixed by the Company for the distribution of dividends, bonuses or other benefits.

Article 11-1: The company issues employee stock option certificates, and if the warrant price is lower than the closing price on the day of issuance, it must be approved in a shareholders meeting with a quorum of shareholders representing more than half of the total issued shares present, and at least two-thirds of the voting rights of the attending shareholders approving the issuance. The option certificates can be exercised in installments within one year from the date of the shareholder meeting resolution.

Article 11-2: If the Company transfers its shares to employees at a price lower than the average price of the actual repurchase, it must be approved in the most recent shareholders meeting with a quorum of shareholders representing more than half of the total issued shares present, and at least two-thirds of the voting rights of the attending shareholders approving the transfer. Regulations stipulated by the competent authority shall be listed and explained in the cause of the shareholders meeting, and cannot be proposed as an extemporary motion.

Chapter 3 Shareholders Meeting

Article 12: Shareholders meetings of the Company are of two kinds: (1) regular meetings and (2) special meetings. Regular meetings shall be convened at least once a year by the Board of Directors according to the law within six months after the close of each fiscal year. Special meetings shall be convened whenever necessary according to the laws and regulations.

The date, place, and cause of the meeting shall be given notice to shareholders no later than 30 days before the scheduled meeting date, and no later than 15 days before the scheduled meeting date if it is an extraordinary meeting.

At the Company's shareholders meeting, video conferencing or other methods announced by the competent authority may be used. If a shareholders meeting uses video conferencing as the method of meeting, shareholders who participate in the meeting through video conferencing are deemed to be present in person.

Article 13: If the chairperson of the shareholders meeting is convened by the Board of Directors, the Chairman shall serve as the chairperson. If the Chairman is absent, a proxy shall be appointed in accordance with Article 208 of the Company Act. If the meeting is convened by another person with such authority, the chairperson shall be appointed to the convener. If there are two or more conveners, they shall elect one person to serve as the chairperson.

Article 14: For some reason, shareholders who are unable to attend a shareholder meeting may issue a power of attorney printed by the company stating therein the scope of power authorized, and authorize a proxy to attend the meeting on their behalf by signing or stamping. The use of a power of attorney shall be conducted in accordance with the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

Article 15: Each shareholder is entitled to one vote for each share held. However, those who comply with the regulations stipulated in Article 179, Paragraph 2 of the Company Act shall not have voting rights.

Article 16: Unless otherwise provided by other laws and regulations, a meeting of shareholders shall proceed only if attended by shareholders representing more than one-half of the total outstanding capital stock of the Company. Resolutions of a shareholders meeting shall be made at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting.

Article 16-1: The resolutions of the shareholders meeting should be recorded in minutes signed or stamped by the Chairman, and announced on the Market Observation Post System (MOPS) within 20 days after the meeting.

Chapter 4 Directors and the Audit Committee

Article 17: The Company has set up a Board of Directors consisting of seven to nine directors, including at least three independent directors. The number of seats to be elected for each term shall be determined by the Board of Directors. The election of directors adopts a nomination system for candidates, and the relevant election procedures and qualification verification shall be conducted in accordance with relevant laws and regulations. The shareholders meeting shall elect the directors from the list of candidates. Except as otherwise provided by law, elections shall be held together for both independent and non-independent directors, and the number of elected directors shall be counted separately. The term of office is three years, and re-election is allowed. The total number of registered shares held by all directors of the Company shall comply with the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", promulgated by the competent authority.

In accordance with Article 14-4 of the Securities and Exchange Act, the

Company has set up an Audit Committee in replacement of the supervisor. The Audit Committee shall be composed of all independent directors, and the Audit Committee or its members shall be responsible for executing the duties of supervisors stipulated by the Company Act, the Securities and Exchange Act, and other laws and regulations. The composition, matters on power, rules of procedure, and other matters to be complied with of the Audit Committee shall be stipulated by the relevant regulations of the competent securities authority.

Article 17-1: The following relationships should not exist among more than half of the Company's directors and at least one seat of them:

1. A spousal relationship.
2. A familial relationship within the second degree of kinship

Article 18: The Board of Directors is organized by the directors, and the Chairman is elected by the Board of Directors. Depending on business needs, one person may be elected as the Vice Chairman in the same manner. The Chairman serves as the chairperson of the shareholders meeting and the Board of Directors internally, and represents the Company externally, with the assistance of the Vice Chairman in these duties.

Article 18-1: (Deleted)

Article 19: Except for the first Board of Directors meeting of each term, which shall be convened in accordance with Article 203 of the Company Act, all other Board of Directors meetings shall be convened by the Chairman, who as well serves as the chairperson of the meeting. In case the Chairman is unable to perform his/her duties due to any reason, he/she shall be represented by the Vice Chairman. If there is no Vice Chairman or if the Vice Chairman is also absent or unable to perform his/her duties due to any reasons, the Chairman shall designate one director to act as his/her proxy, and if there is no such designation, the directors shall elect one from among themselves to act as his/her proxy.

Article 19-1: Unless otherwise stipulated by the Company Act, the Board of Directors meeting shall require the attendance of at least half of the directors, and the resolution shall be provisioned with the consent of more than half of the attending directors. For some reason, if a director is unable to attend the meeting, he/she may issue a power of attorney specifying the authorization scope of the reason for calling, and authorizing another director to attend the Board of Directors meeting as a proxy, but each director may only be authorized once by another director. The calling of a Board of Directors meeting may be in written form, email or fax. If the Board of Directors meeting is held through video conferencing, directors who participate in the meeting through video conferencing shall be deemed to have attended the meeting in person.

Article 19-2: When the number of vacancies in the Board of Directors reached one-third of the total number of directors, the Board of Directors shall call, within 30 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies. Their term of office is limited to completing the remaining term of the original appointment.

Article 20: When the directors of the Company perform their duties, regardless of whether the Company is having profit or loss, the Company shall provide remunerations to them. The remunerations shall be authorized by the Board of Directors and paid at the industry standard level, and shall also be determined based on their involvement in the Company's operations and contribution values. The distribution of director remunerations shall be resolved in accordance with Article 23 of this Article of Incorporation. Besides that, within the term of office of directors, the Company shall purchase liability insurance for them for their operations around their business scope.

Chapter 5 Managerial Officials

Article 21: The Company may have one or more managerial officers. Appointment, discharge and remuneration of the managerial officers shall comply with Article 29 of the Company Act.

Chapter 6 Accounting

Article 22: At the close of each fiscal year, the following documents shall be prepared by the Board of Directors, and shall be submitted 30 days before the calling of the regular meeting of shareholders for acceptance, according to the law.

1. Report on the operation
2. Financial statements
3. Proposals concerning the appropriation of net profits or making up losses

Article 22-1: If there is profit at the end of each fiscal year (which is equal to the pre-tax profit minus the compensations distributed to employees and directors), a ratio of 2%-10% of the profit of the current year distributable as employees' compensation shall be appropriated, and no more than 2% of the profit of the current year distributable as directors' compensation. However, the Company's accumulated losses shall have been covered first.

Employee compensation may be in the form of stocks or cash and should be resolved by the Board of Directors with a majority vote of the directors at a meeting with the attendance of at least two-thirds of the entire directors of the Company. The resolution has to be reported to the shareholders meeting. The recipients of stocks or cash include employees of subsidiary companies who meet certain criteria, which are determined by the Chairman of the Board of Directors, who is authorized to do so.

Article 23: If the Company has current profits in the financial statement, the losses should be made up first, and then 10% of the remaining profits would be allocated as Legal reserves, after that the special reserves are provisioned or reversed according to the law. If profits are remaining, it will be considered as distributable profit along with the accumulated unallocated earnings from the beginning of the period. The distribution plan will be proposed by the Board of Directors and the profits will be distributed after the resolution of the shareholders meeting.

The industrial environment that the Company relates to is volatile, and its enterprise life cycle has entered the mature stage. Considering our future working capital requirements and long-term financial planning, and the need of satisfying the need for cash flow by shareholders, thus the annual cash dividend distribution

shall not be less than 5% of the total shareholder dividends.

Aligning with the current year's earnings for allotment and the balancing dividend policy, as well as in accordance with relevant laws and regulations, the Company may allocate all or part of its capital reserve as capital increase allotments. The distribution plan shall be proposed by the Board of Directors and distributed after being approved by the shareholders meeting resolution.

Chapter 7 Supplementary Provisions

Article 24: Any matters not covered in this Article of Incorporation shall be handled in accordance with the provisions of the Company Law.

Article 25: This Articles of Incorporation were initially drawn up on November 27, 1990, and underwent its first amendment on November 27, 1990. Subsequently, it went through its second amendment on August 5, 1996, its third amendment on April 16, 1997, its fourth amendment on April 12, 1998, its fifth amendment on May 4, 1998, its sixth amendment on June 20, 1999, its seventh amendment on December 14, 1999, its eighth amendment on April 14, 2000, its ninth amendment on April 20, 2001, its tenth amendment on June 20, 2002, its eleventh amendment on June 20, 2003, its twelfth amendment on May 19, 2004, its thirteenth amendment on May 19, 2005, its fourteenth amendment on May 27, 2005, its fifteenth amendment on June 9, 2006, its sixteenth amendment on June 11, 2008, its seventeenth amendment on June 4, 2010, its eighteenth amendment on June 9, 2011, its nineteenth amendment on June 13, 2012, its twentieth amendment on June 13, 2013, its twenty-first amendment on June 10, 2015, its twenty-second amendment on June 8, 2016, its twenty-third amendment on June 14, 2017, its twenty-fourth amendment on June 17, 2020, its twenty-fifth amendment on July 5, 2021, and its twenty-sixth amendment on June 9, 2022. These amendments shall become effective upon resolution by the shareholders' meeting, and any amendments shall be processed accordingly. Subsequent amendments thereto shall be effected in the same manner.

INFO-TEK CORPORATION

Chairman: Chiao Yu-Heng

INFO-TEK CORPORATION
Rules of Procedure for Shareholders Meetings

Amended on 2022/6/9

1. The procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.
2. The term "shareholder" used in these Rules refers to the shareholder himself/herself and the proxy appointed by the shareholder to attend the meeting in accordance with the law.
3. The Company shall specify in its shareholders meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.

4. Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
5. The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in. For video conferencing, the voting rights of attendants can be calculated based on the number of shares reported to the video conferencing platform.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

- (1) For physical shareholders meetings, to be distributed on-site at the meeting.
- (2) For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
- (3) For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as a proxy, only one person may be designated as the representative in the meeting.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a virtual shareholders meeting, the Company shall upload the meeting

agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

To convene a virtual shareholders meeting, the Company shall include the following particulars in the shareholders meeting notice:

- (1) How shareholders attend the virtual meeting and exercise their rights.
- (2) Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events, at least covering the following particulars:
 1. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 2. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 3. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on the meeting agenda of that shareholders meeting.
 4. Actions to be taken if the outcome of all proposals has been announced and an extraordinary motion has not been carried out.
- (3) To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

6. Attendance at shareholders meetings shall be calculated based on the number of shares.

7. The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

8. If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, its proxy procedure shall be conducted in accordance with the rules stipulated in Article 208 of the Company Act; When a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair. It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one independent director in person. The attendance shall be recorded in the meeting minutes. If a shareholders meeting is convened by a party with the power to convene but

other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

9. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity. The staff in charge of the shareholder meeting shall wear identification badges or armbands.

10. The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast, and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

11. The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and the number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements (The first postponement is twenty minutes, and the second postponement is ten minutes). If the quorum is not met after two postponements but the attending shareholders represent one-third or more of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform, or "A tentative resolution passed by a simple majority of the voting rights present" may be adopted pursuant to Article 175, paragraph 1 of the Company Act, and all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.

When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

12. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals

set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

Any changes to the method of convening the company's shareholder meeting shall be resolved by the Board of Directors and shall be made no later than before the notice of the meeting is sent to the shareholders.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting.

After the meeting is adjourned, the shareholders shall not elect a new chairperson to continue the meeting at the original location or another venue. But if the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall elect a new chair, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Any matter under Article 172, paragraph 5 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion; The main content of Article 172, paragraph 5 of the Company Act may be placed on the website designated by the competent authority of securities or the company, and the website address shall be stated in the notice.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. But if a shareholder proposal is a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, the Board of Directors still has to include it in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in the discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company

shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for the exclusion of any shareholder proposals not included in the agenda.

13. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
 14. Except for the proposals listed in the agenda, other proposals or amendments and substitutes to original proposals proposed by shareholders should be seconded by other shareholders. Attending shareholders who only submit speaking notes without speaking will be regarded as not having spoken. If the content of the speech is inconsistent with the speaking notes, the content of the speech shall be deemed the valid version. When a shareholder is speaking at the meeting, other shareholders shall not interrupt unless they have obtained the consent of the chairperson and the speaking shareholder. Any violators should be deterred by the chairperson.
 15. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. Speeches made during inquiries or responses are limited to three minutes, but with the permission of the chair, they may be extended at discretion. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
 16. When a juristic person is appointed to attend as a proxy, only one person may be designated as the representative in the meeting. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.
- Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declared the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 13 to 16 do not apply.
- As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.
17. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
 18. When the chair at a board of directors meeting is of the opinion that a matter has been sufficiently discussed to a degree of putting to a vote, the chair may announce the discussion closed and bring the matter to vote.
 19. Except as otherwise provided in the Company Act and in the Company's Article of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total

number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the number of votes for and against and the number of abstentions, shall be entered into the MOPS.

20. Limitations on Voting Rights:

1. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.
2. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when a shareholder-appointed proxy attends the shareholder meeting and that person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.
3. When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as a proxy for any other shareholder. The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

When the Company holds a shareholder meeting, it shall adopt the exercise of voting rights by electronic means and may adopt the exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

21. Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and the results of votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their

registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and the number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

22. When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

23. Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of a disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending virtual-only shareholders meeting online.

24. On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic

means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event of a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

25. The chair may direct the proctors (or security personnel) to help maintain order at the meeting place. When proctors (or security personnel) help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor." When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.
26. When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
27. In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and elections immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.
28. When the Company convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.
29. In the event of a virtual shareholders meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the

number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postponed or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or a list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in the second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or periods set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

30. When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending virtual shareholders meeting online.
31. Any matters not covered in these Rules shall be handled in accordance with the provisions of the Company Law, other relevant laws and regulations, and the provisions of the Company's Article of Association.
32. These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.