



Stock code :
5272

AMICCOM Electronics Corporation

2024 Regular Shareholders' Meeting

Agenda Handbooks

Convening method: Physical shareholders' meeting

Shareholders meeting date: May 27, 2024

Shareholders meeting place: No. 26, Taiyuan Street, Zhubei City, Hsinchu County (Theater-style conference center on the 2nd floor of the 1st phase of the venue of Tai Yuen Hi-Tech Industrial Park)

Notice to Readers

This is a translation of the agenda for the 2024 annual general meeting (“The Agenda”) of AMICCOM Electronics Corporation (“The company”). The translation is intended for reference only and no other purpose. The company hereby disclaims any and all liabilities whatsoever for the translation. The Chinese text of the agenda shall govern any all matters related to the interpretation of the subject matter stated herein.

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AMICCOM Electronics Corporation
2024 Regular Shareholders' Meeting Procedure

1. Call the meeting to order
2. Chairman's Remarks
3. Reporting matters
4. Ratification matters
5. Discussion matters
6. Extemporaneous Motions
7. Adjournment

AMICCOM Electronics Corporation

2024 Regular Shareholders' Meeting Agenda

1. Time: at 9:00 on May 27, 2024 (Monday)
2. Place: No. 26, Taiyuan Street, Zhubei City, Hsinchu County
(Theater-style conference center on the 2nd floor of the 1st phase of the venue of Tai Yuen Hi-Tech Industrial Park)
3. Attendance: All shareholders and equity representatives
4. Convening method: Physical shareholders meeting
5. Chairman: San Tan, Tzeng
6. Chairman's Remarks
7. Reporting matters
 - (1) 2023 Business Report
 - (2) Audit Committee's review of the 2023 annual final accounting ledgers and statements
 - (3) Amendments to the Company's "Rules of Procedure for Board of Directors Meetings"
8. Ratification matters
 - (1) Ratification of the 2023 Business Report and Financial Report.
 - (2) Ratification of the 2023 Deficit Compensation Statement
9. Discussion matters
 - (1) Proposal to amend the Company's "Rules of Procedure for Shareholder Meetings"
 - (2) Proposal of Release the Prohibition on Directors from Participation in Competitive Business
10. Extemporaneous Motions
11. Adjournment

Reporting matters

【Reporting matter 1】 Proposed by the Board of Directors

Subject: The 2023 business report is hereby submitted for review.

Explanation: Please refer to Annex 1 on pages 6 ~ 7 of the agenda handbooks for the company's 2023 business report.

【Reporting matter 2】 Proposed by the Board of Directors

Subject: The Audit Committee's Review Report on the 2023 final statements is hereby submitted for review.

Explanation: Please refer to Annex 2 on page 8 of the agenda handbooks for the Audit Committee's Review Report.

【Reporting matter 3】 Proposed by the Board of Directors

Subject: The amendments to amend the company's "Rules of Procedure for Board of Directors Meetings" is hereby submitted for review.

Explanation: Amended some provisions of the company's "Rules of Procedures for Board of Directors Meeting" in accordance with the the Letter No. 1130050875 issued by TPEX on January 16, 2024. Please refer to Annex 3 on page 9 of the agenda handbooks for the "Comparison Table for Content of Articles Before and After Revisions of the Rules of Procedure for Board of Directors Meetings."

Ratification matters

【Ratification matter 1】 Proposed by the Board of Directors

Subject: The 2023 business report and financial report are hereby submitted for ratification.

Explanation:(1) The company's 2023 business report and financial statements have been audited by the Audit Committee, passed by the Board of Directors, and audited by CPA Yong-Ming Chiu and CPA Mei-Chen Tsai of Deloitte & Touche Taiwan with an independent auditors' report issued, which are hereby submitted for ratification.

(2) Please refer to Annex 1 on pages 6~7, Annex 4 on pages 10~12, and Annex 5 on pages 13~17 of the agenda handbooks for the aforementioned business report and financial statements.

Resolutions:

【Ratification matter 2】 Proposed by the Board of Directors

Subject: The 2023 Deficit Compensation Statement is hereby submitted for ratification.

Explanation:(1) The company has completed the preparation of the 2023 final accounts. The company's net loss after tax is NT\$31,097,616 in 2023. The deficit yet to be compensated is NT\$26,675,932 after adding the special reserve reversed for an amount of \$4,421,684; therefore, no shareholders' dividend will be distributed.

(2) The company has compensated deficit with an amount of \$20,271,696 from the legal reserve and an amount of \$6,404,236 from the additional paid-in capital in accordance with the provision of Article 239 of the Company Act. The company has no deficit at the end of the period after the completion of the aforementioned deficit compensation.

(3) The company's 2023 Deficit Compensation Statement has been reviewed by the Audit Committee and passed by the Board of Directors; therefore, it is hereby submitted for ratification.

(4) Please refer to Annex 6 on page 18 of the agenda handbooks for the company's "The 2023 Deficit Compensation Statement."

Resolutions:

Discussion matters

【Discussion 1】 Proposed by the Board of Directors

Subject: Proposal for the amendments to the company's "Rules of Procedure for Shareholders Meetings" is hereby submitted for discussion.

Explanation: According to the announcement of the Letter No. 11100543771 and the Letter No. 11200552441 issued by TPEX, some provisions of the company's "Rules of Procedure for Shareholders Meetings" have been revised to improve corporate governance and safeguard shareholders' rights and interests. Please refer to Annex 7 on pages 19~42 of the agenda handbooks for the "Comparison Table for Content of Articles Before and After Revisions of the Rules of Procedure for Shareholders Meetings".

Resolutions:

【Discussion 2】 Proposed by the Board of Directors

Subject: Proposal for release the prohibition on directors from participation in competitive business is hereby submitted for discussion.

Explanation:(1)According to Article 209 of the Company Act, a director who has committed an act within the company's business scope for himself/herself shall explain the important content of his/her act to the shareholders meeting for approval.

(2)When the directors and their representatives of the company holding a part-time job involving the practices regulated in Article 209 of the Company Act, under the precondition that it does not jeopardize the interests of the company, they may request to lift the restrictions on their engaging in relevant conducts for the new part-time job.

(3)Please refer to Annex 8 on page 43 of the agenda handbooks for the company's "List of Directors Lifted from Non-Compete Restrictions."

Resolutions:

Extemporaneous Motions

Meeting Adjourned

Annex 1

AMICCOM Electronics Corporation 2023 Business Report

Dear shareholders:

I, on behalf of all the employees of AMICCOM Electronics Corporation, would like to express our gratitude to all shareholders for your care and support to the company in the last year. I would like to present you a summary of the 2023 business results and the 2024 business plan.

I. The 2023 Business Report:

(I) Business results:

The company's net operating income in 2023 was NT\$334 million, a decrease of 34.51% from the NT\$509 million in 2022. The net loss in 2023 was NT\$31.1 million, a decrease of 164.46% from the net income of NT\$48.24 million in 2022. The net loss per share was NT\$0.56 in 2023.

(II) Financial income and expenditure and profitability analysis:

1. Financial income and expenditure:

Net cash generated from operating activities	NT\$13,177 thousand
Net cash generated from investing activities	NT\$69,072 thousand
Net cash used in financing activities	NT\$67,106 thousand
Net increase in cash and cash equivalents	NT\$14,989 thousand
Cash and cash equivalents, end of year	NT\$85,801 thousand
2. Profitability analysis: Please refer to the company's financial statements for the 2023 financial overview.

(III) Research and development status: The company's R&D expenses amounted to NT\$132 million in 2023, a decrease of 19.25% from the NT\$164 million in 2022. The important R&D results are as follows:

1. Successfully transferred the mass-production of ESL low-power SoC chip A8131M0 to another foundry.
2. Launched Sub1GHz SoC chip A9129M0 which is suitable for Wireless-MBUS.
3. Launched new generation ultra-low current Sub1GHz RF chip A7149.
4. Sub1GHz RF chip A7136 passed Wi-SUN Alliance certification.

II. Summary of business plan for this year (2024):

The company plans to invest NT\$158 million in research and development to continue promoting innovative research and development of core product lines:

1. 2.4GHz product line: Develop the RF chip A7197 with data rate of 8Mbps.
Foundry transfer for 500kbps RF chip A7105.
2. Sub_1GHz product line: Develop low power RF transmitter chip A7309.
Develop the RF SoC chip A9629 with low-frequency wake-up function.
Develop new generation Sub1GHz high data rate RF chip A7138.
Foundry transfer for the RF chip A7108 with data rate of 250Kbps
3. 5.8GHz product line: Develop 5.8GHz SoC chip A6112M4.
4. Standard product line: Develop dual-core Bluetooth low energy SoC chip A3127M4.
Develop Bluetooth low energy 5.4 SoC chip A3137M0.

Develop new generation Wi-SUN RF chips A7146 and A7156.

Develop Wi-SUN SoC chip A9146M4.

5. Audio/Voice product line: Develop new generation 2.4GHz Voice SoC A8103.

Developed new generation Sub1GHz Voice SoC A9103.

III. Future development strategy:

In prospect, AMICCOM Electronics Corporation is committed to the innovation and research and development of the products, focusing on improving the cost-performance ratio of each product, improving personnel efficiency, and maintaining industrial competitiveness. Also, the company provides overall design solutions for promising products to shorten customers' mass production schedule so to contribute to the company's revenue and profits.

IV. The impact of external environment competition, regulatory environment, and macro-operating environment:

(I) External environment competition

The company while facing the competition from European and American chip design companies, will continue to improve sales performance and maintain the company's competitiveness in the industry with the rapid research and development as usual and good customer support. The company has begun to face competition from the chip design companies in China in recent years; therefore, the company strives to counteract such challenge by improving the cost-performance ratio of existing products, providing overall design solutions, and actively expanding overseas markets to reduce the percentage of sales from the Chinese market and generate greater benefits for shareholders.

(II) Regulatory environment

The company's products and quality systems have complied with the requirements of domestic and international laws and regulations, which has a positive effect on the company's business operations. The company has promoted a sustainable development system since the year of 2022, regularly reviews the company's risk management strategies and measures, and has implemented ESG systematically, moved towards stable corporate governance, a friendly environment and sustainable talent development, and made adjustments at any time in response to laws, regulations, and actual practices in order to generate the maximum value of the company.

(III) Impact on the macro business environment

The company, in addition to improving the competitiveness of existing products, also strives to accelerate the variety of product lines and diversification of applications, and develops customer base actively to ease the impact of fierce competition in the macro environment.

The company will adhere to the principles of sound and pragmatic operations to seek the best interests for shareholders through effective operations management. At the last, I would like to thank all shareholders, ladies and gentlemen, for your long-term care and support to AMICCOM Electronics Corporation, and wish you all good health and all the best.

Chairman: San Tan, Tzeng

President: San Tan, Tzeng

Chief Accountant: Chi-Kai, Kan

Annex 2

AMICCOM Electronics Corporation Audit Committee's Review Report

The Board of Directors has the company's 2023 financial statements prepared and then audited by CPA Yong-Ming Chiu and CPA Mei-Chen Tsai of Deloitte & Touche Taiwan with an independent auditor's report issued, considering that the company's financial position, operating results, and cash flow situation has been preset fairly. The aforementioned financial statements, business reports, and deficit compensation statement were reviewed by the Audit Committee without any nonconformity identified; therefore, a report is hereby issued pursuant to the provisions of Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Sincerely yours,

To 2024 Regular Shareholders' Meeting of AMICCOM Electronics Corporation

Chairman of the Audit Committee : *Hsu-Tong, Deng*

February 27, 2024

Annex 3

AMICCOM Electronics Corporation

Comparison Table for Content of Articles Before and After Revisions of the Rules of Procedure for Board of Directors Meetings

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>Article 8 (paragraph 1 and 2 have not been revised)</p> <p>When the time of a board meeting has arrived and one-half all board directors are not present, the chairman may announce postponement of the meeting time <u>on that day</u>, provided that only two postponements may be made. If the quorum is still not met after two such delays, the chairman shall re-call the meeting following the procedures provided in Article 3, paragraph 2. The term “all board directors” as used in the preceding paragraph shall be calculated as the number of incumbent directors.</p>	<p>Article 8 (paragraph 1 and 2 have not been revised)</p> <p>When the time of a board meeting has arrived and one-half all board directors are not present, the chairman may announce postponement of the meeting time, provided that only two postponements may be made. If the quorum is still not met after two such delays, the chairman shall re-call the meeting following the procedures provided in Article 3, paragraph 2. The term “all board directors” as used in the preceding paragraph shall be calculated as the number of incumbent directors.</p>	<ol style="list-style-type: none"> 1. Paragraph 1 and 2 have not been revised. 2. In order to avoid disputes caused by the undetermined extension of board of directors meeting time, if the quorum is not met, the chairman may announce that the postponement of the meeting will be limited to that day.
<p>Article 11 (paragraph 1, 2, and 3 have not been revised)</p> <p><u>During the proceedings of a board meeting, if the chair is unable to chair the meeting or fails to declare the meeting closed as provided in paragraph 2, the provisions of Article 7, paragraph 3 shall apply mutatis mutandis to the selection of the deputy to act in place thereof.</u></p>	<p>Article 11 (paragraph 1, 2, and 3 have not been revised)</p>	<ol style="list-style-type: none"> 1. Paragraph 1, 2 and 3 have not been revised. 2. If at any time during the proceeding of a board of directors meeting the chairman is unable to preside the meeting for reasons or has had the meeting adjourned arbitrarily, for the sake not affecting the proceeding of a board of directors meeting in reality, the method of selecting the proxy of the board chairman is clearly defined.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
AMICCOM Electronics Corporation

Opinion

We have audited the accompanying financial statements of AMICCOM Electronics Corporation (the “Company”), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including material accounting policy information (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the 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 financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter of the Company's financial statements for the year ended December 31, 2023 is stated as follows:

Revenue recognition

The revenue of the Company comes mainly from the sales of radio frequency integrated circuit products. For the year ended December 31, 2023, there was a significant growth in operating income and large transaction amounts related to sales coming from specific customers. There is a likelihood of risk occurrence on the relevant sales transactions, and such revenue recognition may have a significant impact on the financial statements. Therefore, we identified the recognition of revenue as a key audit matter.

Refer to Notes 4 and 20 to the financial statements for the accounting policies and information related to revenue recognition.

The audit procedures we performed in respect of the revenue recognition include the following:

1. We obtained an understanding of and tested the relevant internal control systems and operating procedures of the sales transaction cycle. We also confirmed and evaluated the effectiveness of the relevant internal control operations.
2. We selected samples and checked the relevant certificates for operating income, and we confirmed the authenticity of sales transactions.
3. We selected samples and checked the amounts received after the date of the relevant sales revenue transaction, the remittance vouchers and the recipients, and we confirmed that the amount and recipient listed in the revenue recognition were consistent.

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

Management is responsible for the preparation and fair presentation of the 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the 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 the audit committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 statements 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 financial statements for the year ended December 31, 2023, 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 Yong-Ming Chiu and Mei-Chen Tsai.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 27, 2024

Notice to Readers

The accompanying financial statements are intended only to present the 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 financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. 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 financial statements shall prevail.

Annex 5

AMICCOM ELECTRONICS CORP.

BALANCE SHEETS

DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars)

ASSETS	2023		2022		LIABILITIES AND EQUITY	2023		2022	
	Amount	%	Amount	%		Amount	%	Amount	%
CURRENT ASSETS					CURRENT LIABILITIES				
Cash and cash equivalents (Notes 4, 6 and 26)	\$ 85,801	7	\$ 70,812	6	Accounts payable (Notes 16 and 26)	\$ 18,515	1	\$ 17,115	1
Financial assets at amortized cost - current (Notes 4, 8 and 26)	84,500	7	134,400	10	Other payables (Notes 17 and 26)	19,677	2	32,913	3
Notes receivable (Notes 4, 9, 20 and 26)	-	-	11,939	1	Lease liabilities - current (Notes 4, 12, 21 and 26)	4,422	-	4,665	-
Accounts receivable (Notes 4, 9, 20 and 26)	41,183	3	38,503	3	Current portion of long-term borrowings (Notes 15, 26 and 28)	7,500	1	7,500	1
Inventories (Notes 4, 10 and 21)	169,529	14	209,755	16	Other current liabilities (Notes 17 and 20)	1,556	-	1,463	-
Other current assets (Note 14)	5,500	-	7,173	1	Guarantee deposits (Note 26)	-	-	15,380	1
Total current assets	386,513	31	472,582	37	Total current liabilities	51,670	4	79,036	6
NON-CURRENT ASSETS					NON-CURRENT LIABILITIES				
Financial assets at fair value through other comprehensive income - non-current (Notes 4, 7 and 26)	394,943	31	326,202	26	Long-term borrowings (Notes 15, 26 and 28)	91,250	7	98,750	8
Financial assets at amortized cost - non-current (Notes 4, 8, 26 and 28)	515	-	508	-	Deferred income tax liabilities (Notes 4 and 22)	-	-	431	-
Property, plant and equipment (Notes 4, 11, 21 and 28)	430,470	34	439,276	34	Lease liabilities - non-current (Notes 4, 12, 21 and 26)	8,524	1	12,229	1
Right-of-use-assets (Notes 4, 12 and 21)	12,487	1	16,276	1	Total non-current liabilities	99,774	8	111,410	9
Other intangible assets (Notes 4, 13 and 21)	31,646	3	24,513	2	Total liabilities	151,444	12	190,446	15
Deferred income tax assets (Notes 4 and 22)	379	-	1,919	-	EQUITY (Note 19)				
Refundable deposits (Note 26)	1,696	-	2,452	-	Share capital	552,761	44	559,731	43
Total non-current assets	872,136	69	811,146	63	Capital surplus	326,280	26	331,429	26
					Retained earnings				
					Appropriated as legal reserve	20,272	2	15,448	1
					Special reserve	4,422	-	-	-
					(Accumulated deficit) Unappropriated earnings	(31,098)	(3)	48,244	4
					Total (accumulated deficit) retained earnings	(6,404)	(1)	63,692	5
					Other equity				
					Unrealized gain or loss on financial assets at fair value through other comprehensive income	234,568	19	150,577	12
					Treasury shares	-	-	(12,147)	(1)
					Total equity	1,107,205	88	1,093,282	85
TOTAL	\$ 1,258,649	100	\$ 1,283,728	100	TOTAL	\$ 1,258,649	100	\$ 1,283,728	100

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

AMICCOM ELECTRONICS CORP.

STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022 (In Thousands of New Taiwan Dollars, Except (Loss) Earnings Per Share)

	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 20 and 31)	\$ 333,525	100	\$ 509,302	100
OPERATING COST (Notes 10 and 21)	<u>(172,350)</u>	<u>(52)</u>	<u>(230,365)</u>	<u>(45)</u>
GROSS PROFIT	<u>161,175</u>	<u>48</u>	<u>278,937</u>	<u>55</u>
OPERATING EXPENSES (Notes 21 and 27)				
Sales and marketing	(34,972)	(10)	(40,329)	(8)
General and administrative	(50,355)	(15)	(55,831)	(11)
Research and development	<u>(132,456)</u>	<u>(40)</u>	<u>(164,039)</u>	<u>(32)</u>
Total operating expenses	<u>(217,783)</u>	<u>(65)</u>	<u>(260,199)</u>	<u>(51)</u>
(LOSS) INCOME FROM OPERATIONS	<u>(56,608)</u>	<u>(17)</u>	<u>18,738</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES (Note 21)				
Interest income	1,825	1	1,391	-
Other income	28,325	9	22,587	4
Other gains and losses	341	-	7,435	2
Finance costs	<u>(2,274)</u>	<u>(1)</u>	<u>(1,982)</u>	<u>-</u>
Total non-operating income and expenses	<u>28,217</u>	<u>9</u>	<u>29,431</u>	<u>6</u>
(LOSS) INCOME BEFORE INCOME TAX	(28,391)	(8)	48,169	10
INCOME TAX (EXPENSE) BENEFIT (Notes 4 and 22)	<u>(2,707)</u>	<u>(1)</u>	<u>75</u>	<u>-</u>
NET (LOSS) INCOME	(31,098)	(9)	48,244	10
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss				
Unrealized gain (loss) on investment in equity instruments at fair value through other comprehensive income	<u>83,991</u>	<u>25</u>	<u>(4,422)</u>	<u>(1)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 52,893</u>	<u>16</u>	<u>\$ 43,822</u>	<u>9</u>
(LOSS) EARNINGS PER SHARE (Note 23)				
Basic	<u>\$ (0.56)</u>		<u>\$ 0.88</u>	
Diluted	<u>\$ (0.56)</u>		<u>\$ 0.87</u>	

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

AMICCOM ELECTRONICS CORP.

**STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Unless Specified Otherwise)**

	<u>Share Capital - Common Stock</u>		<u>Capital Surplus</u>	<u>Retained Earnings (Accumulated losses)</u>			<u>Other Equity</u>	<u>Treasury Shares</u>	<u>Total Equity</u>
	<u>Share (In Thousands)</u>	<u>Amount</u>		<u>Legal Reserve</u>	<u>Special Reserve</u>	<u>Unappropriated Earnings (Accumulated Deficit)</u>	<u>Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income</u>		
BALANCE, JANUARY 1, 2022	56,424	\$ 564,241	\$ 329,997	\$ 10,196	\$ -	\$ 52,520	\$ 154,999	\$ (27,182)	\$ 1,084,771
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	5,252	\$ -	(5,252)	-	-	-
Cash dividends to shareholders	-	-	-	-	-	(47,268)	-	-	(47,268)
Unclaimed dividends	-	-	319	-	-	-	-	-	319
Net income in 2022	-	-	-	-	-	48,244	-	-	48,244
Other comprehensive loss for the year ended December 31, 2022, net of income tax	-	-	-	-	-	-	(4,422)	-	(4,422)
Total comprehensive income (loss) for the year ended December 31, 2022	-	-	-	-	-	48,244	(4,422)	-	43,822
Treasury shares cancelled - 451 thousand	(451)	(4,510)	(4,321)	-	-	-	-	8,831	-
Treasury shares transferred to employees - 356 thousand	-	-	5,434	-	-	-	-	6,204	11,638
BALANCE, DECEMBER 31, 2022	55,973	559,731	331,429	15,448	-	48,244	150,577	(12,147)	1,093,282
Appropriation and distribution of prior year's earnings									
Legal reserve	-	-	-	4,824	-	(4,824)	-	-	-
Special reserve	-	-	-	-	4,422	(4,422)	-	-	-
Cash dividends to shareholders	-	-	-	-	-	(38,998)	-	-	(38,998)
Unclaimed dividends	-	-	28	-	-	-	-	-	28
Net loss in 2023	-	-	-	-	-	(31,098)	-	-	(31,098)
Other comprehensive income for the year ended December 31, 2023, net of income tax	-	-	-	-	-	-	83,991	-	83,991
Total comprehensive (loss) income for the year ended December 31, 2023	-	-	-	-	-	(31,098)	83,991	-	52,893
Treasury shares cancelled - 697 thousand	(697)	(6,970)	(5,177)	-	-	-	-	12,147	-
BALANCE, DECEMBER 31, 2023	55,276	\$ 552,761	\$ 326,280	\$ 20,272	\$ 4,422	\$ (31,098)	\$ 234,568	\$ -	\$ 1,107,205

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

AMICCOM ELECTRONICS CORP.

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
(Loss) Income before income tax	\$ (28,391)	\$ 48,169
Adjustments for:		
Depreciation	16,000	25,270
Amortization	16,192	20,588
Financial costs	2,274	1,982
Interest income	(1,825)	(1,391)
Dividend income	(28,296)	(22,533)
Share-based compensation	-	5,402
Loss (Gain) on foreign exchange, net	446	(2,153)
Gain on lease modification	-	(25)
Fractional share cash dividends transferred to other income	-	(18)
Changes in operating assets and liabilities:		
Notes receivable	11,939	(11,939)
Accounts receivable	(3,500)	28,145
Inventories	40,226	(83,655)
Other current assets	1,796	(432)
Accounts payable	1,629	(33,877)
Other payables	(13,236)	(462)
Other current liabilities	<u>93</u>	<u>233</u>
Cash generated from (used in) operations	15,347	(26,696)
Interest received	1,764	1,231
Interest paid	(2,274)	(1,960)
Income tax paid	<u>(1,660)</u>	<u>(13)</u>
Net cash generated from (used in) operating activities	<u>13,177</u>	<u>(27,438)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Financial assets at fair value through other comprehensive income capital reduction returns capital	15,250	24,375
Purchase of financial assets at amortized cost	(20,007)	(19,804)
Proceeds from financial assets at amortized cost	69,900	24,990
Acquisitions of property, plant and equipment	(1,797)	(5,947)
Refundable deposits paid	(169)	(1,091)
Refundable deposits refunded	924	706
Acquisitions of intangible assets	(23,325)	(10,081)
Dividends received	<u>28,296</u>	<u>22,533</u>
Net cash generated from investing activities	<u>69,072</u>	<u>35,681</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	-	10,000
Decrease in short-term borrowings	-	(10,000)
Repayments of long-term borrowings	(7,500)	(7,500)
Refund of guarantee deposits received	(15,380)	-

(Continued)

AMICCOM ELECTRONICS CORP.

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars)

	2023	2022
Repayment of the principal portion of lease liabilities	(5,256)	(5,214)
Dividends paid to owners of the Company	(38,998)	(47,250)
Treasury stock sold to employees	-	6,255
Unclaimed dividends reclassified to capital surplus	<u>28</u>	<u>319</u>
Net cash used in financing activities	<u>(67,106)</u>	<u>(53,390)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH HELD IN FOREIGN CURRENCIES	<u>(154)</u>	<u>2,798</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	14,989	(42,349)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>70,812</u>	<u>113,161</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 85,801</u>	<u>\$ 70,812</u>

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

(Concluded)

Annex 6

AMICCOM Electronics Corporation
Deficit Compensation Statement
2023

Unit: NT\$

Item	Amount	Note
Unappropriated retained earnings - beginning	\$ 0	
Add: 2023 Net loss after tax	(31,097,616)	
Add: Special reserve reversed	4,421,684	
Deficit yet to be compensated - at the end of 2023	\$ (26,675,932)	
Items for compensating deficit:		
Add: Legal reserve	20,271,696	
Add: Additional paid-in capital	6,404,236	
Deficit yet to be compensated - ending	\$ 0	

*Chairman: San Tan, Tzeng**President: San Tan, Tzeng**Chief Accountant: Chi-Kai, Kan*

Annex 7

AMICCOM Electronics Corporation
Comparison Table for Content of Articles Before and After Revisions of the
Rules of Procedure for Shareholders Meetings

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>Article 3 (Convening shareholders meetings and shareholders meeting notices)</p> <p>Unless otherwise provided by law or regulation, the company’s shareholders meetings shall be convened by the board of directors.</p> <p><u>When the company convenes a video meeting of shareholders, unless it is otherwise specified in the “Regulations Governing the Administration of Shareholder Services of Public Companies,” it should be stated in the articles of incorporation and resolved by the board of directors. Also, the video meeting of shareholders should be resolved with the consent of the majority board directors in the board meeting that is attended by more than two-thirds of the directors.</u></p> <p><u>Changes to how the company convenes the shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.</u></p> <p>The company shall prepare electronic versions of the shareholders meeting notice, proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of</p>	<p>Article 3 (Convening shareholders meetings and shareholders meeting notices)</p> <p>Unless otherwise provided by law and regulation, the company’s shareholders meetings shall be convened by the board of directors.</p> <p>The company shall prepare electronic versions of the shareholders meeting notice, proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors,</p>	<p>Amended in accordance with the law:</p> <ol style="list-style-type: none"> 1. Paragraph 2 & 3 added. 2. Paragraph 2 amended and reclassified as Paragraph 4. 3. Paragraph 5 added. 4. Original paragraph 3 reclassified as paragraph 6. 5. Paragraph 4 amended and reclassified as Paragraph 7. 6. Paragraph 8 added. 7. Paragraph 5 amended and reclassified as Paragraph 9. 8. Paragraph 10 added. 9. Paragraph 6 amended and reclassified as Paragraph 11. 10. Paragraph 7 amended and reclassified as Paragraph 12.

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular shareholders meeting or 15 days before the date of a special shareholders meeting. The company shall prepare electronic versions of the shareholders meeting agenda handbook and supplemental meeting materials and upload them to the Market Observation Post System (MOPS) 21 days before the date of the regular shareholders meeting or 15 days before the date of the special shareholders meeting. <u>However, when the aggregated shareholding ratio of foreign investors and mainland Chinese investors reaches 30% or more as recorded in the shareholders' register at the time of holding the regular shareholders' meeting in the most recent fiscal year, the company shall upload the aforementioned electronic file by 30 days prior to the day on which the regular shareholders' meeting is to be held.</u></p> <p>The company shall have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the date of the shareholders meeting, which shall also be displayed at the company, the professional shareholder services agent designated by the company.</p> <p><u>The company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in</u></p>	<p>and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular shareholders' meeting or 15 days before the date of a special shareholders meeting. The company shall prepare electronic versions of the shareholders meeting agenda handbook and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular shareholders meeting or 15 days before the date of the special shareholders meeting. The company shall have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the date of the shareholders meeting, which shall also be displayed at the company, the professional shareholder services agent designated by the company, <u>and at the meeting venue.</u></p>	<p>11. Original paragraph 8 reclassified as paragraph 13.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>the following manner on the date of the shareholders meeting:</u></p> <ol style="list-style-type: none"> <u>1. For physical shareholders meetings, to be distributed on-site at the meeting.</u> <u>2. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.</u> <u>3. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.</u> <p>The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, <u>reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares,</u> the dissolution, merger, or demerger of the company, or <u>any matter</u> under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and 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 <u>the essential contents explained</u> in the notice of the reasons for convening</p>	<p>The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.</p> <p>Election or dismissal of directors, amendments to the articles of incorporation, the dissolution, merger, or demerger of the company, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and 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 in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extemporary motion.</p>	

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>the shareholders meeting. None of the above matters may be raised by an extemporary motion.</p> <p><u>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 extemporary motion or otherwise in the same meeting.</u></p> <p>A shareholder holding 1% or more of the total number of issued shares may submit to the company a proposal for discussion at a regular shareholders' meeting. It is limited to only one proposal, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article <u>172-1, paragraph 4</u> of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.</p> <p><u>Shareholders may submit constructive proposals to urge the company to enhance public interests or fulfill social responsibilities. The said proposal is limited to one item in accordance with the procedures defined in Article 172-1 of the Company Act. If more than one proposal is submitted, it will not be included in the meeting agenda.</u></p> <p>Prior to the book closure date before a regular shareholders' meeting is held, the company shall publicly announce</p>	<p>A shareholder holding 1% or more of the total number of issued shares may submit to the company a proposal <u>in writing</u> for discussion at a regular shareholders' meeting. It is limited to only one proposal, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article <u>172-1, paragraph 4</u> of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.</p> <p>Prior to the book closure date before a regular shareholders' meeting is held, the company shall publicly announce</p>	

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>its acceptance of shareholder proposals <u>in writing or electronically</u>, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words, and <u>not a</u> 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 discussion of the proposal.</p> <p>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 exclusion of any shareholder proposals not included in the agenda.</p>	<p>its acceptance of shareholder proposals, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words, and <u>no</u> 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 discussion of the proposal.</p> <p>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 exclusion of any shareholder proposals not included in the agenda.</p>	
<p>Article 4 (Attend shareholders meetings by proxy and authorization) (Paragraph 1, 2, and 3 omitted)</p> <p><u>After a proxy form has been delivered to the company, if the shareholder intends to attend the meeting electronically, a written notice of proxy cancellation shall be submitted to the company two days before the meeting date. If the cancellation notice is submitted after that time,</u></p>	<p>Article 4 (Attend shareholders meetings by proxy and authorization) (Paragraph 1, 2, and 3 omitted)</p>	<p>Paragraph 4 is added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>votes cast at the meeting by the proxy shall prevail.</u></p>		
<p>Article 5 (Principles determining the time and place of a shareholders meeting) (Paragraph 1 omitted) <u>The restrictions on the place of the meeting mentioned in the preceding paragraph shall not apply when the company convenes a virtual-only shareholders meeting.</u></p>	<p>Article 5 (Principles determining the time and place of a shareholders meeting) (Paragraph 1 omitted)</p>	<p>Paragraph 2 added in accordance with the law.</p>
<p>Article 6 (Preparation of documents such as the attendance book) The company shall specify in its shareholders meeting notices the time during which shareholders, <u>solicitors and proxies (collectively “shareholders”)</u> attendance registrations 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 suitable personnel assigned to handle the registrations. <u>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</u></p>	<p>Article 6 (Preparation of documents such as the attendance book) The company shall specify in its shareholders meeting notices the time during which shareholders attendance registrations 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 suitable personnel assigned to handle the registrations.</p>	<p>Amended in accordance with the law: 1. Paragraph 1~3 is amended for the modification of the short names of shareholders and specifying the registration time and procedures for shareholders attending via video conference. 2. The text of paragraph 5 is amended 3. Paragraph 7 & 8 are added.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>deemed as attend the shareholders meeting in person.</u></p> <p>Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. <u>The company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders.</u> Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>(Paragraph 4 omitted)</p> <p>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 <u>of directors</u>, pre-printed ballots shall also be furnished.</p> <p>(Paragraph 6 omitted)</p> <p><u>In the event of a virtual shareholders meeting, shareholders intend to attend the meeting online shall register with the company two days before the meeting date.</u></p> <p><u>In the event of a virtual shareholders meeting, the company shall upload the meeting agenda handbooks, 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.</u></p>	<p><u>Shareholders or shareholders' proxies (hereinafter referred to as the "shareholders")</u> shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>(Paragraph 4 omitted)</p> <p>The company shall furnish attending shareholders with the meeting agenda handbooks, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election held, pre-printed ballots shall also be furnished.</p> <p>(Paragraph 6 omitted)</p>	

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>Article 6-1 (Convening virtual shareholders meetings and particulars to be included in shareholders meeting notice)</u></p> <p><u>To convene a virtual shareholders meeting, the company shall include the follow particulars in the shareholders meeting notice:</u></p> <p><u>1. How shareholders attend the virtual meeting and exercise their rights.</u></p> <p><u>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:</u></p> <p><u>(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.</u></p> <p><u>(2)Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.</u></p> <p><u>(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 quorum for a</u></p>		<p>This article is added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>shareholders 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 meeting agenda of that shareholders meeting.</u></p> <p><u>(4)Actions to be taken if the outcome of all proposals has been announced and extemporary motion has not been carried out.</u></p> <p><u>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. Except for the circumstances stipulated in Paragraph 6 of Article 44-9 of the “Regulations Governing the Administration of Shareholder Services of Public Companies,” shareholders should at least be provided with connection equipment and necessary assistance, and should be informed of the period during which shareholders can apply to the company and other relevant matters.</u></p>		

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>Article 7 (The chairman and non-voting participants of a shareholders meeting)</p> <p>(Paragraph 1 and 2 omitted)</p> <p>It is advisable that shareholders meetings convened by the board of directors <u>be chaired by the chairman of the board in person and attended by majority of the directors, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.</u></p> <p>(Paragraph 4 and 5 omitted)</p>	<p>Article 7 (The chairman and non-voting participants of a shareholders meeting)</p> <p>(Paragraph 1 and 2 omitted)</p> <p>It is advisable that shareholders meetings convened by the board of directors should be <u>attended</u> by majority of the directors.</p> <p>(Paragraph 4 and 5 omitted)</p>	<p>Paragraph 3 amended in accordance with the law:</p>
<p>Article 8 (Documentation of a shareholders meeting by audio or video)</p> <p>(Paragraph 1 and 2 omitted)</p> <p><u>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.</u></p> <p><u>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.</u></p>	<p>Article 8 (Documentation of a shareholders meeting by audio or video)</p> <p>(Paragraph 1 and 2 omitted)</p>	<p>Paragraph 3, 4, and 5 added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>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.</u></p>		
<p>Article 9 (Calculation of the number of shares representing by the shareholders present at the shareholders meeting)</p> <p>Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, <u>and the shares checked in on the virtual meeting platform</u>, plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>The chairman shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.</p> <p>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, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting</p>	<p>Article 9 (Calculation of the number of shares representing by the shareholders present at the shareholders meeting)</p> <p>Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.</p> <p>The chairman shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting, <u>and other relevant information.</u></p> <p>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, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair</p>	<p>1.Paragraph 1 and 2 are amended to clearly stipulate that when a shareholders meeting is held via video conference the number of shares held by the shareholders who have completed their registration via video conference should be added to the calculation of the total number of shares present.</p> <p>2.When the shareholders meeting is held by video conference, if the chair announces that the meeting will be adjourned, the company should separately announce the adjournment of the meeting on the video conference platform of the</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>adjourned. <u>In the event of a virtual shareholders meeting, the company shall also declare the meeting adjourned at the virtual meeting platform.</u></p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. <u>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.</u></p> <p>When, prior to 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.</p>	<p>shall declare the meeting adjourned.</p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month.</p> <p>When, prior to 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.</p>	<p>shareholders meeting to inform shareholders immediately. Therefore, the last paragraph of the 2nd paragraph is amended and reclassified as paragraph 3.</p> <p>3.If the company reaches a tentative decision to have a separate shareholders meeting convened, shareholders who wish to attend via video conference should register with the company. Therefore, paragraph 3 is amended and reclassified as paragraph 4; also; the original paragraph 4 is reclassified as paragraph 5.</p>
<p>Article 10 (Discussion of proposals)</p> <p>If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. <u>Votes shall be cast on each separate proposal in the agenda (including extemporary motions and amendments to the original proposals set out in the agenda).</u> The meeting</p>	<p>Article 10 (Discussion of proposals)</p> <p>If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.</p>	<p>Paragraph 1 and 4 amended in accordance with the law</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.</p> <p>(Paragraph 2 and 3 omitted)</p> <p>The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extemporary 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, <u>and schedule sufficient time for voting.</u></p>	<p>(Paragraph 2 and 3 omitted)</p> <p>The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extemporary 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 and call for a vote.</p>	
<p>Article 11 (Shareholder speech) (Paragraph 1, 2, 3, 4, 5, and 6 omitted)</p> <p><u>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 declaring 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 1 to 5 do not apply.</u></p> <p><u>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.</u></p>	<p>Article 11 (Shareholder speech) (Paragraph 1, 2, 3, 4, 5, and 6 omitted)</p>	<p>Paragraph 7 and 8 added in accordance with the law</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>Article 12 (Calculation of voting shares and <u>recusal</u> system)</p> <p>(The following is omitted)</p>	<p>Article 12 (Calculation of voting shares and <u>recusal</u> system)</p> <p>(The following is omitted)</p>	<p>Corrected text.</p>
<p>Article 13 (Proposal voting, scrutiny, and counting of votes)</p> <p>(Paragraph 1 omitted)</p> <p>When the company holds a shareholders meeting, it <u>shall adopt exercise of voting rights by electronic means and may</u> adopt exercise of voting rights by correspondence.</p> <p>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 has waived his/her rights with respect to the extemporary motions and amendments to original proposals of that meeting. It is therefore advisable that the company avoids the submission of extemporary motions and amendments to original proposals.</p> <p>(Paragraph 3 omitted)</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person <u>or online</u>, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the company, by the same means by which the voting rights were exercised</p>	<p>Article 13 (Proposal voting, scrutiny, and counting of votes)</p> <p>(Paragraph 1 omitted)</p> <p>When the company holds a shareholders meeting, it <u>allows the shareholders to exercise</u> voting rights by correspondence <u>or electronic means</u>.</p> <p>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 has waived his/her rights with respect to the extemporary motions and amendments to original proposals of that meeting. It is therefore advisable that the company avoids the submission of extemporary motions and amendments to original proposals.</p> <p>(Paragraph 3 omitted)</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the company, by the same means by which the voting rights were exercised two days before the</p>	<p>Paragraph 2, 4, and 5 amended; also, paragraph 9, 10, 11, and 12 added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>two days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and in the company's articles 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. <u>After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.</u></p> <p>(Paragraph 6, 7, and 8 omitted)</p> <p><u>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</u></p>	<p>date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and in the company's articles 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.</p> <p>(Paragraph 6, 7, and 8 omitted)</p>	

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>the voting session ends or will be deemed abstained from voting.</u></p> <p><u>In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.</u></p> <p><u>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.</u></p> <p><u>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 extemporary 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.</u></p>		
<p>Article 14 (Election related matters)</p> <p><u>The election of directors</u> 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-</p>	<p>Article 14 (Election related matters)</p> <p><u>Elections</u> shall be held at a shareholders meeting in accordance with the applicable election and appointment rules adopted by the company, and the voting results shall be announced on-site immediately,</p>	<p>Text amended in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>site immediately, including the names of those elected <u>as directors</u> and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.</p> <p>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.</p>	<p>including the names of those elected and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.</p> <p>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.</p>	
<p>Article 15 (Meeting minutes and signature)</p> <p>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 chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. <u>The meeting minutes may be produced and distributed in electronic form.</u></p> <p><u>The company</u> may distribute the meeting minutes referred to in the preceding paragraph by means of a public announcement made through the MOPS.</p> <p>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 <u>voting</u> results</p>	<p>Article 15 (Meeting minutes and signature)</p> <p>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 chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes referred to in the preceding paragraph may be distributed by means of a public announcement made through the MOPS.</p> <p>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 <u>their</u> voting results.</p>	<p>Amended in accordance with the law:</p> <ol style="list-style-type: none"> 1. Amended the original paragraph 1. 2. Amended the last paragraph of the original paragraph 1 and reclassified as paragraph 2. 3. Amended the original paragraph 2 and reclassified as paragraph 3. 4. Paragraph 4 and 5 are added.

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p>(including <u>the number of voting rights</u>), and <u>disclose the number of voting rights won by each candidate in the event of an election of directors</u>.</p> <p>The minutes shall be retained for the duration of the existence of the company.</p> <p><u>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 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.</u></p> <p><u>When convening a virtual-only shareholders 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 a virtual-only shareholders meeting online.</u></p>	<p>The minutes shall be retained for the duration of the existence of the company.</p>	
<p>Article 16 (Public disclosure)</p> <p>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</p>	<p>Article 16 (Public disclosure)</p> <p>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 <u>and</u> the number of shares</p>	<p>1.Paragraph 1 is amended and Paragraph 2 is added in accordance with the law.</p> <p>2.The original</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>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 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.</u></p> <p><u>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.</u></p> <p>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) regulations, the company shall upload the content of such resolution to the MOPS within the prescribed time period.</p>	<p>represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.</p> <p>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) regulations, the company shall upload the content of such resolution to the MOPS within the prescribed time period.</p>	<p>paragraph 2 is reclassified as paragraph 3.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>Article 19 (Disclosure of information at virtual meetings)</u></p> <p><u>In the event of a virtual shareholders meeting, the company shall disclose real-time results of votes and election 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.</u></p>		<p>This article is added in accordance with the law.</p>
<p><u>Article 20 (Location of the chair and secretary of virtual-only shareholders meeting)</u></p> <p><u>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.</u></p>		<p>This article is added in accordance with the law.</p>
<p><u>Article 21 (Handling of disconnection)</u></p> <p><u>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.</u></p> <p><u>In the event of a virtual shareholders meeting, when calling the meeting to order, 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</u></p>		<p>This article is added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>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.</u></p> <p><u>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.</u></p> <p><u>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 postpone 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.</u></p> <p><u>During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for</u></p>		

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>proposals for which votes have been cast and counted and results have been announced, or list of elected directors.</u></p> <p><u>When the company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in 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 quorum for a shareholders meeting, then the shareholders meeting shall continue, and no postponement or resumption thereof under the second paragraph is required.</u></p> <p><u>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.</u></p> <p><u>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</u></p>		

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>Shareholder Services of Public Companies.”</u></p> <p><u>According to the dates or period set forth under the last paragraph of Article 12 and Article 13, paragraph 3 of the “Regulations Governing the Use of Proxies for Attendance at Shareholders 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 should handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.</u></p>		
<p><u>Article 22 (Handling of digital divide)</u></p> <p><u>When convening a virtual-only shareholders meeting, the company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online. Except for the circumstances stipulated in Paragraph 6 of Article 44-9 of the “Regulations Governing the Administration of Shareholder Services of Public Companies,” shareholders should at least be provided with connection equipment and necessary assistance, and should be informed of the period during which shareholders can apply to the company and other relevant matters.</u></p>		<p>This article is added in accordance with the law.</p>

Provision after Amendments	Provision before Amendments	Reasons for amendments
<p><u>Article 23</u></p> <p>These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be affected in the same manner.</p>	<p><u>Article 19</u></p> <p>These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be affected in the same manner.</p>	<p>The order of the provision is adjusted in line with the addition of the additional provision.</p>
<p><u>Article 24</u></p> <p>These Rules were enacted on October 17, 2012.</p> <p>The 1st amendment was made on April 25, 2013.</p> <p>The 2nd amendment was made on June 8, 2017.</p> <p>The 3rd amendment was made on June 10, 2020.</p> <p>The 4th amendment was made on June 6, 2022.</p> <p><u>The 5th amendment was made on May 27, 2024.</u></p>	<p><u>Article 20</u></p> <p>These Rules were enacted on October 17, 2012.</p> <p>The 1st amendment was made on April 25, 2013.</p> <p>The 2nd amendment was made on June 8, 2017.</p> <p>The 3rd amendment was made on June 10, 2020.</p> <p>The 4th amendment was made on June 6, 2022.</p>	<ol style="list-style-type: none"> 1. The order of the provision is adjusted in line with the addition of the additional provision. 2. Indicated the date of amendments made.

Annex 8

AMICCOM Electronics Corporation List of Directors Lifted from Non-Compete Restrictions

Identity	Name of Director	Concurrent position held with other company
Corporate Director	Top Taiwan XII Venture Capital Co., Ltd.	Director of Zhen Yu Hardware Co., Ltd. Director of ARCE Therapeutics, Inc.
Independent Director	Chih-Hao, Kao	Director of Lemen Bioscientific Co., Ltd.
Independent Director	Pei-Yu, Cheng	Representative of the corporate director of Motor Semiconductor Co. Ltd. Independent Director of Cystech Electronics Corp.

Appendix 1

AMICCOM Electronics Corporation Rules of Procedure for Shareholders Meetings (Before Amendment)

Article 1 (References)

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meeting, and to strengthen management capabilities, the "Rules of Procedure for Shareholders Meetings" (hereinafter refer to as the "Rules") is adopted pursuant to Article 5 of the "Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies."

Article 2

The rules of procedures for the company's shareholders meeting, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be as provided in the "Rules."

Article 3 (Convening shareholders meetings and shareholders meeting notices)

Unless otherwise provided by law and regulation, the company's shareholders meetings shall be convened by the board of directors.

The company shall prepare electronic versions of the shareholders meeting notice, proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular shareholders' meeting or 15 days before the date of a special shareholders meeting. The company shall prepare electronic versions of the shareholders meeting agenda handbook and supplemental meeting material and upload them to the MOPS 21 days before the date of the regular shareholders meeting or 15 days before the date of the special shareholders meeting. The company shall have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time 15 days before the date of the shareholders meeting, which shall also be displayed at the company, the professional shareholder services agent designated by the company, and at the meeting venue.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. The meeting notice may be given in electronic form with the consent of the addressee.

Election or dismissal of directors, amendments to the articles of incorporation, the dissolution, merger, or demerger of the company, or any provision under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and 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 in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extemporary motion.

A shareholder holding 1% or more of the total number of issued shares may submit to the company a proposal in writing for discussion at a regular shareholders' meeting. It is limited to only one proposal, and no proposal containing more than one item will be included in the meeting agenda. In addition, 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, 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 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 exclusion of any shareholder proposals not included in the agenda.

Article 4 (Attending shareholders meetings by proxy and scope of authorization)

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the company 5 days before the date of the shareholders meeting. When proxy forms are delivered in duplication, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the company, if the shareholder intends to attend the meeting by correspondence or a virtual mode, a written notice of proxy cancellation shall be submitted to the company 2 days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5 (Principles determining the time and place of a shareholders meeting)

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. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

Article 6 (Preparation of documents such as the attendance book)

The company shall specify in its shareholders meeting notices the time during which shareholders attendance registrations 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 suitable personnel assigned to handle the registrations.

Shareholders or shareholders' proxies (hereinafter referred to as the "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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.

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

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 proxy, it may designate only one person to represent it in the meeting.

Article 7 (The chairman and non-voting participants of a shareholders meeting)

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairman of the board. When the chairman of the board is on leave or for any reason unable to exercise the powers of the chairman, the vice chairman shall act in place of the chairman; if there is no vice

chairman or the vice chairman also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or 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 should be attended by a majority of the directors.

If a shareholders meeting is convened by a party with 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 chairman from among themselves.

The company may appoint its attorneys, certified public accountants, or related persons retained by it to attend the shareholders meeting in a non-voting capacity.

Article 8 (Documentation of a shareholders meeting by audio or video)

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 1 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.

Article 9 (Calculation of the number of shares representing by the shareholders present at the shareholders meeting)

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting, and other relevant information. 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, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month.

When, prior to 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.

Article 10 (Discussion of proposals)

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

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 chairman may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extemporaneous motions), except by a resolution of the shareholders meeting. If the chairman declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chairman in accordance with statutory procedures, 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 extemporaneous 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 and call for a vote.

Article 11 (Shareholder speech)

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 chairman.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chairman, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chairman may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chairman and the shareholder that has the floor; the chairman shall stop any violation.

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.

After an attending shareholder has spoken, the chairman may respond in person or direct relevant personnel to respond.

Article 12 (Calculation of voting shares and recusal system)

Voting at a shareholders meeting shall be calculated based on the number of voting rights.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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 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.

Except for a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights

represented by that proxy may not exceed 3% of the voting rights represented by the total number of issued shares. If that threshold is exceeded, the voting rights in excess of that threshold shall not be included in the calculation.

Article 13 (Proposal voting, scrutiny, and counting of votes)

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.

When the company holds a shareholders meeting, it allows the shareholders to exercise voting rights by correspondence or electronic means. 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 has waived his/her rights with respect to the extemporaneous motions and amendments to original proposals of that meeting. It is therefore advisable that the company avoids the submission of extemporaneous motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the company 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the company in the same way by which the voting rights were exercised two days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the company's articles 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.

When there is an amendment or an alternative to a proposal, the chairman 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; also, if one of them is passed, the other proposals will then be deemed rejected without the need of further voting.

The chairman shall appoint the vote monitoring and counting personnel for the voting on a proposal, 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.

Article 14 (Election related matters)

Elections shall be held at a shareholders meeting 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 and the numbers of votes with which they were elected, and the names of directors not elected and 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.

Article 15 (Meeting minutes and signatures)

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 chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes referred to in the preceding paragraph may be distributed 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. The minutes shall be retained for the duration of the existence of the company.

Article 16 (Public disclosure)

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 and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders 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) regulations, the company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17 (Maintaining order at the meeting place)

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chairman 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."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the one set up by the company, the chairman may prevent the shareholder from so doing.

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.

Article 18 (Recess and resumption of a shareholders meeting)

When a meeting is in progress, the chairman may announce a break based on time considerations. If a force majeure event occurs, the chairman may rule to suspend the meeting temporarily and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continuing use and not all the proposal (including extemporaneous motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at the shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 19

These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be affected in the same manner.

Article 20

These Rules were enacted on October 17, 2012.

The 1st amendment was made on April 25, 2013.

The 2nd amendment was made on June 8, 2017.

The 3rd amendment was made on June 10, 2020.

The 4th amendment was made on June 6, 2022.

Appendix 2

AMICCOM Electronics Corporation Articles of Incorporation

Chapter 1 General Provisions

Article 1 The company is organized in accordance with the provisions of the Company Act and named “笙科電子股份有限公司” in the Chinese language, “AMICCOM Electronics Corporation” in the English language.(Referred to as “AMICCOM” hereinafter).

Article 2 The business of the company is as follows:

- 1.CC01070 Wireless communication machinery and equipment manufacturing industry
- 2.CC01080 Electronic component manufacturing industry
- 3.CC01101 Telecommunications control radio frequency equipment manufacturing industry
- 4.F601010 Intellectual property rights
- 5.I501010 Product design industry
- 6.CC01110 Computer and peripheral equipment manufacturing industry
- 7.ZZ99999 Except for chartered businesses, businesses that are not prohibited or restricted by laws and regulations may be operated

Article 3 The company shall have its head-office in Hsinchu County and, if necessary, may set up branches or business offices in Taiwan and abroad upon a resolution of its board of directors and approval from the competent government authority.

The company's reinvestment is not subject to the restrictions on the total amount of reinvestment in Article 13 of the Company Act, and shall be handled in accordance with relevant laws and regulations and the company's articles of incorporation.

Article 3-1 The company may make external guarantees, which should be handled in accordance with the company's “Procedures for Endorsements/Guarantees.”

Article 3-2 The company's announcement is made in accordance with Article 28 of the Company Act and other relevant laws and regulations.

Chapter 2 Shares

Article 4 The total capital amount of the company is NT\$800 million with 80 million shares (it includes 2,350,000 shares appropriated for the issuance of employee stock option certificates to exercise stock options.) issued at a par value of NT\$10 per share; also, the board of directors is authorized to make multiple issuances for the stock shares yet to be issued.

Article 5 The company's stock shares are ordered shares. The company is exempted from printing certificates for the shares issued, but shall contact the centralized securities custody institution for registration.

Article 6 Unless otherwise provided by laws and regulations, the company's stock affairs are handled in accordance with the provisions of the “Regulations Governing the Administration of Shareholder Service of Public Companies.”

Article 7 The entries in the shareholders' roster shall not be altered within 60 days prior to the convening

date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders meeting, or within 5 days prior to the base date scheduled by the company for distribution of dividends, bonus, or other benefits.

Chapter 3 Shareholders Meeting

Article 8 Shareholders meetings include both regular shareholders' meeting that is to be held at least once a year within 6 months after the fiscal year and special shareholders meeting that is to be held when necessary.

Article 8-1 The shareholders meeting can be held virtually or other methods announced by the central competent authority.

A video conference at a shareholders meeting should be conducted in accordance with the conditions, operating procedures, and other matters that should be complied with, unless it is otherwise regulated by the competent authority.

Article 9 The shareholders meeting is to be convened by the board of directors and chaired by the chairman of the board. The chairman who cannot hold the meeting in person shall designate a director to act as his/her agent. If no such appointment is made, the directors shall elect a person to act as his/her agent. If a shareholders meeting is convened by a party with 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 chairman from among themselves.

Article 10 The shareholder who cannot attend the shareholders meeting for reasons may appoint a proxy to attend the meeting instead by providing the proxy form issued by the company and stating the scope of the proxy's authorization. In addition to the provisions of Article 177 of the Company Act, the rules for shareholders to attend by proxy shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholders Meetings of Public Companies" announced by the competent authorities.

Article 11 The company's shareholders shall have one voting right in respect of each share held, unless otherwise regulated in Article 179 of the Company Act.

Article 12 Resolutions at a shareholders meeting shall, unless otherwise provided for in this Act, be adopted by a majority vote of the shareholders or their representatives present at a meeting attended by majority of the shareholders who represent more than one-half of the total number of voting shares.

Article 12-1 When the company holds a shareholders meeting, shareholders may adopt exercise of voting rights by correspondence or electronic means. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but has waived his/her rights with respect to the extemporary motions and amendments to original proposals of that meeting. Also, such intent of the said shareholder should be expressed in accordance with the provision of Article 177-2 of the Company Act.

Article 13 The date, place, and reason for convening the meeting shall be notified to all shareholders 30 days before the regular meeting of shareholders and 15 days before the extemporary meeting convened. The shareholders meeting notice may be given in electronic form with the consent of the addressee. The meeting convening notice to be given by an issuer to shareholders who own less than 1,000 ordered stock shares may be given in the form of a public announcement.

Article 13-1 When the company intends to have the stocks withdrawn from public issuance, it must be presented in the shareholders meeting for resolution before the decision can be made, and this

provision cannot be changed during the emerging stock period and the listing (OTC) period.

Chapter 4 Directors

Article 14 The company has five to nine directors and at least three independent directors appointed for a 3-year term and eligible for re-election. Liability insurance policies shall be acquired for directors according to their lawful responsibilities for compensation within the scope of their business execution during their term of office.

The election of directors is handled in accordance with the candidate nomination system; also, they are elected from the candidate list accordingly in the shareholders meeting. A cumulative voting system is adopted for the election of directors, which should be handled in accordance with the Company Act, Securities and Exchange Act, and other relevant regulations. Independent directors and non-independent directors shall be elected together with the voting rights calculated separately for independent and non-independent director seats.

The professional qualifications, shareholding and part-time restrictions of independent directors, determination of independence, nomination methods, and other matters that should be complied with should be handled in accordance with the relevant regulations of the security regulatory authority.

Article 15 The total number of registered shares held by all directors of the company is determined in accordance with the standards set by the competent authority.

Article 16 When the number of vacancies in the board of directors equals to one third of the total number of directors, the board of directors shall call, within 60 days, the special shareholders meeting to elect succeeding directors to fill the vacancies for the remaining service time of the dismissed directors.

Article 17 When a director's term of office expires without a re-election held in time, his/her executive duties shall be extended until the re-elected director takes office. However, the competent authority may order the company to hold a re-election within a time limit. If the company fails to hold the re-election as instructed within the time limit, he/she will be automatically dismissed at the end of the term of office.

Article 18 The board of directors is organized by the directors. A chairman and a vice chairman shall be elected among the directors by a majority vote at a meeting attended by over two-thirds of the directors. Elect a chairman to execute all affairs of the company in accordance with the laws and regulations, articles of incorporation, resolutions of the shareholders meeting and the board of directors. One vice chairman of the board of directors can be elected in the same way, when necessary.

Article 19 The company's operating policies and other important matters are handled in accordance with the resolution of the board of directors. Except for the first board meeting of each term of office is convened in accordance with the provisions of Article 203 of the Company Act, the chairman is to convene and chair the rest of the board meetings. The agent of the chairman who is to chair the meeting in the absence of the chairman should have it handled in accordance with Article 208 of the Company Act.

The company may have the board of directors' meetings convened with all directors notified in writing, or via E-mail or fax.

Article 20 Unless otherwise provided for in the Company Act, resolutions of the board of directors shall be adopted by majority of the directors at a meeting attended by majority of the directors. The

director who cannot attend the board meeting for reasons may appoint a proxy to attend the meeting instead with the scope of the proxy's authorization indicated. A director may issue only one proxy form and appoint only one proxy for any given board meeting. For a video conference of board meetings, directors who participate in the meeting via video conference are deemed to be present in person. The powers of the board of directors are as follows:

1. Review the annual business plan and supervise the implementation of the business plan.
2. Review the earnings distribution or deficit compensation.
3. Review the capital increase or decrease proposals.
4. Draft up the addition and amendments to the company's articles of incorporation, and approve the organizational charters.
5. Review and approve important external contracts.
6. Review the budgets and final accounts.
7. Establish and dissolve branches.
8. Review material capital expenditure plans.
9. Approve real estate trades and investment in other enterprises.
10. Select and contract certified public accounts and legal consultants.
11. Convene shareholders meetings and present business reports.
12. Approve the company's applications to financial institutions for financing, guarantees, acceptances, and other external advances, loans, and borrowings.
13. Approve the endorsements, acceptances, and commitments in the name of the company.
14. Handle the appointment, dismissal, and remuneration of the company's president and managerial officers.
15. Exercise the powers vested in accordance with the laws and regulations, articles of incorporation, and resolutions of the shareholders meeting.

Article 21 Board meeting minutes shall be prepared for the signature or seal of the chairman, which should be reserved within the company along with the attendance book of directors and the proxies of the representative of directors.

Article 22 The company has established an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act, and the Audit Committee is responsible for executing the supervisors' powers stipulated in the Company Act, the Securities and Exchange Act, and other laws.

Article 23 The board of directors is authorized to determine the remuneration of the directors with reference to their participation in the business operation and the value they have contributed, and the standards of the relevant peers.

Chapter 5 Management

Article 24 The company has several managerial officers appointed with their appointments, dismissal, and remunerations processed in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 25 The Board of Director shall prepare the following statements and submit them to the regular shareholders' meeting for ratification at the end of each fiscal year: 1. Business report. 2. Financial statements. 3. Proposals for earnings distribution or deficit compensation.

Article 26 If the company makes profits for the year, an amount not less than 15%~20% of the profits

should be appropriated as remuneration to employees; which is to be distributed in shares or cash by the resolution of the board of directors, and the recipients of the distribution may include the employees of affiliated companies who meet certain conditions; also, an amount not more than 3% of the profits should be appropriated as remuneration to directors. The distribution of remuneration to employees and directors should be resolved by the board of directors with the approval of more than one-half of the directors present in the meeting that is attended by more than two-thirds of the directors; also, it shall be reported in the shareholders meeting.

However, if the company still has accumulated losses, an amount should be reserved to make up for the losses with the remaining amount distributed to employees and directors according to the percentage stated in the preceding paragraph.

Article 26-1 The earnings in the company's annual final accounts, if any, should be applied for distribution as follows:

1. Tax withholding.
2. Make up for accumulated losses (including the adjustments made to the unappropriated amount).
3. Appropriate an amount equivalent to 10% of the earnings as legal reserve, until the amount of legal reserve equals to the company's additional paid-in capital.
4. Appropriate or reverse the special reserve in accordance with the laws and regulations or the requirements of the competent authority.
5. The remaining amount after the appropriation specified in paragraphs 1~4 is added to the accumulated unappropriated earnings of the previous period for the distribution of shareholder dividends. The board of directors is to prepare a profit distribution or retention proposal with new shares issued, which should be proposed to the shareholders meeting for resolution before distribution.

The company may authorize the board of directors to have the dividends distributed in the form of cash in whole or in part by a resolution reached by a majority of the board directors present at the meeting that is attended by two-thirds or more of the directors; also, it should be reported to the shareholders meeting in accordance with the provision of Article 240, paragraph 5 of the Company Act.

Article 26-2 The company is in the growth stage. The board of directors should consider the company's long-term financial planning, future investment plans, capital budget, and other factors, and appropriately distribute stock dividends or cash dividends, of which, the proportion of cash dividends shall not be less than 10% of the total shareholder dividends, to respond to future business expansion plans.

Article 26-3 The company will distribute all or part of the legal reserve and additional paid-in capital to shareholders in the form of new shares or cash proportionally to their original shares in accordance with the provision of Article 241 of the Company Act. The company may, by a resolution adopted by a majority vote at a meeting of board of directors attended by two-thirds of the total number of directors, have the profit distributable as shareholder dividends distributed in the form of cash; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting; also, for the shareholder dividends distributed in the form of shares, it should be submitted to the shareholders meeting for resolution before distribution.

Chapter 7 Supplemental Provisions

Article 27 The company's organizational chart and enforcement rules shall be formulated separately by the board of directors.

Article 28 The matters not addressed in the company's articles of incorporation shall be handled in accordance with the Company Act and other related laws and regulations.

Article 29 The article of incorporation was enacted on September 15, 2005.

The 1st amendment was made on October 25, 2005.

The 2nd amendment was made on June 26, 2006.

The 3rd amendment was made on March 30, 2007.

The 4th amendment was made on June 25, 2007.

The 5th amendment was made on June 25, 2008.

The 6th amendment was made on June 25, 2009.

The 7th amendment was made on November 29, 2010.

The 8th amendment was made on May 31, 2011.

The 9th amendment was made on April 12, 2012.

The 10th amendment was made on October 17, 2012.

The 11th amendment was made on June 11, 2014.

The 12th amendment was made on June 2, 2015.

The 13th amendment was made on June 6, 2016.

The 14th amendment was made on June 8, 2017.

The 15th amendment was made on June 8, 2018.

The 16th amendment was made on June 5, 2019.

The 17th amendment was made on June 10, 2020.

The 18th amendment was made on June 6, 2022.

AMICCOM Electronics Corporation

Chairman: San Tan, Tzeng

Appendix 3 AMICCOM Electronics Corporation

Rules of Procedure for Board of Directors Meetings (Before Amendments)

Article 1 The “Rules of Procedure for Board of Directors Meetings” is stipulated form compliance in accordance with Article 2 of the “Regulations Governing Procedure for Board of Directors Meetings of Public Companies” in order to establish a good board governance system, supervision functions, and enhance management functions of the company.

Article 2 The company shall adopt the rules of procedure for the Board of Directors meetings; the main agenda items, operational procedures, required content of meeting minutes, public announcements, and other compliance requirements for board meetings shall be handled in accordance with “Regulations”.

Article 3 The company’s board of directors meeting shall be convened at least quarterly.

The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance. However, in emergency circumstances, a board meeting may be called on shorter notice.

All matters set out in Article 12, paragraph 1, of the “Regulations” shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extemporary motion.

Except for the proposals in Article 12, paragraph 1, Section 1 and Section 6 of the “Regulations,” all other proposals should be submitted to the Audit Committee for review before being submitted to the board of directors for resolution.

Article 4 The board of directors of the company shall appoint the Finance Department as the agenda working group, which shall be specified in the rules of procedure.

The agenda working group shall prepare agenda items for the board meetings and provide comprehensive pre-meeting materials, to be sent together with the notice of the meeting.

A director of the opinion that the pre-meeting materials provided are insufficient may requests the agenda working group to supplement the materials. If a director is of the opinion that materials concerning any proposal are insufficient in content, the deliberation of such proposal may be postponed by a resolution of the board of directors.

Article 5 When a board meeting is held, an attendance book shall be made ready for signature by directors attending the meeting and thereafter made available for future reference.

All board directors shall attend board meetings in person; if attendance in person is not possible, they may, pursuant to the company’s articles of incorporation, appoint another director to attend as their proxy. Attendance via tele- or video-conference is deemed as attendance in person.

A director appointing another director to attend a board meeting in his or her place shall in each

case give to that director a written proxy stating the scope of authorization with respect to the reasons for meeting.

A proxy under paragraph 2 may accept a proxy from one person only.

Article 6 A board of directors meeting shall be held at the location and during the business hours of the company, or at a place and time convenient to all directors and suitable for holding a board of directors meeting.

Article 7 Where a meeting of the board of directors is called by the chairman of the board, the meeting shall be chaired by the chairman. However, where the first meeting of each newly elected board of directors is called by the director who received votes representing the largest portion of voting rights at the shareholders' meeting in which the directors were elected, the meeting shall be chaired by that director; if there are two or more directors so entitled to call the meeting, they shall choose one person by and from among themselves to chair the meeting.

Where a meeting of the board of directors is called by a majority of directors on their own initiative in accordance with Article 203, paragraph 4 or Article 203-1, paragraph 3 of the Company Act, the directors shall choose one person by and from among themselves to chair the meeting.

When the chairman of the board is on leave or for any reason is unable to exercise the powers of the chairman, the meeting should be chaired by a director designated, or, if the chairman does not make such a designation, the meeting should be chaired by a director elected by and from among themselves.

The company may have the meeting of the board of directors convened with all directors notified in writing, or via E-mail or fax.

Article 8 The company when holding a board meeting may, as necessary for the agenda items of the meeting, notify personnel of relevant departments to attend the meeting as nonvoting participants. When necessary, the company may also invite certified public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.

When the time of a board meeting has arrived and one-half of all board directors are present, the chairman shall call the meeting to order.

When the time of a board meeting has arrived and one-half all board directors are not present, the chairman may announce postponement of the meeting time, provided that only two postponements may be made. If the quorum is still not met after two such delays, the chairman shall re-call the meeting following the procedures provided in Article 3, paragraph 2. The term "all board directors" as used in the preceding paragraph shall be calculated as the number of incumbent directors.

Article 9 A company shall record on audio or video tape the entire proceedings of a board of directors meeting, and preserve the recordings for at least five years, in electronic form or otherwise.

If before the end of the preservation period referred to in the preceding paragraph any litigation arises in connection with a resolution of a board of directors meeting, the relevant audio or video recordings shall continue to be preserved until the litigation is concluded.

Where a board of directors meeting is held via tele- or video conferencing, the audio and visual documentation of the meeting form a part of the meeting minutes and shall be well preserved during the existence of the company.

Article 10 Agenda items for regular board of directors meetings shall include at least the following:

1. Reports:
 - (1) Minutes of the last meeting and actions arising.
 - (2) Reporting on important financial and business matters.
 - (3) Reporting on internal audit activities.
 - (4) Other important matters to be reported.
2. Discussions:
 - (1) Items discussed and continued from the last meeting.
 - (2) Items for discussion at this meeting.
3. Extemporaneous motions.

Article 11 The company's board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting.

The chairman may not declare the meeting closed without the approval of a majority of directors present at the meeting.

If at any time during the proceedings of a board meeting that the directors present are not more than one-half of the quorum, then upon motion by the directors present, the chairman shall declare a suspension of meeting, in which case Article 8, paragraph 3 of the preceding article shall apply *mutatis mutandis*.

Article 12 The company shall submit the following proposals to the board of directors for discussion:

1. The company's business plan.
2. Annual financial report affixed with the signature or stamp of the chairman, managerial officers, and accounting officer.
3. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act, and an assessment of the effectiveness of the internal control system.
4. Adoption or amendment, pursuant to Article 36-1 of the Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others.
5. The offering, issuance, or private placement of any equity-type securities.
6. The election or discharge of the chairman.

7. The appointment or discharge of a financial, accounting, or internal audit officer.
8. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the next board meeting for retroactive ratification.
9. Any matter required by Article 14-3 of the Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders' meeting or board of directors meeting, or any such significant matter as may be prescribed by the competent authority.

The term “related party” in subparagraph 8 of the preceding paragraph means a related party as defined in the “Regulations Governing the Preparation of Financial Reports by Securities Issuers.” The term “major donation to a non-related party” means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NT\$100 million or more, or at an amount equal to or greater than 1% of net operating income or 5% of paid-in capital as stated in the financial report for the most recent year that has been audited by a CPA.

The term “within a 1-year period” in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board of directors are exempted from inclusion in the calculation.

The company’s board of directors meeting must be with the attendance of at least one independent director in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors under paragraph 1, all independent director shall attend in person; if an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. If an independent director expresses any objection or reservation about a matter, it shall be recorded in the board meeting minutes. An independent director who is unable to attend the meeting in person to express an objection or reservation shall, unless there is some legitimate reason to do otherwise, issue a written opinion in advance, which shall be recorded in the meeting minutes.

Article 13 When the chairman 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 chairman may announce the discussion closed and bring the matter to vote.

When a proposal comes to a vote at a board of directors meeting, if the chairman puts the matter before all directors present at the meeting and none voices an objection, the matter is deemed approved. If there is any objection after being consulted by the chairman, it shall be put to a vote.

The voting method shall be decided by the chairman according to the following alternatives. However, if there is any objection from the attendees, the decision shall be made based on the opinion of the majority:

1. Vote by show of hands or voting machines.
2. Roll-call vote.

3. Decided by a vote.
4. A voting method decided by the company.

The term “all directors present” as mentioned in paragraph 2 does not include directors who are prohibited from exercising voting rights in accordance with paragraph 1 of Article 15.

Article 14 Except as otherwise stated in the Securities and Exchange Act or in the Company Act, a resolution on a matter at a board of directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors.

When there is an amendment or an alternative to a proposal, the chairman 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; also, if one of them is passed, the other proposals will then be deemed rejected without the need of further voting.

The chairman shall appoint the vote monitoring and counting personnel for the voting on a proposal, provided that all monitoring personnel shall be directors of the Company.

The results of the voting shall be announced on-site at the meeting with a record made.

Article 15 If any director or a juristic person represented by a director is an interested party with respect to any agenda item, the director shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the company, the director may not participate in discussion or voting on that agenda item, and further, shall enter recusal during discussion and voting on that item and may not act as another director’s proxy to exercise voting rights on that matter.

Where the spouse or a blood relative within the second degree of kinship of a director, or a company which has a controlling or subordinate relation with a director, is an interested party with respect to an agenda item as described in the preceding paragraph, such director shall be deemed to be an interested party with respect to that agenda item.

The provisions of Article 180, paragraph 2 of the Company Act, as applied mutatis mutandis under Article 206, paragraph 4 of the Company Act, apply to resolutions of board of directors meetings when a director is prohibited by the preceding two paragraphs from exercising voting rights.

Article 16 Minutes shall be prepared for the discussions at board of directors meetings. The meeting minutes shall record the following:

1. Session (or year), time, and place of meeting.
2. Name of the meeting chairman.
3. Attendance of directors at the meeting, specifying the names and number of members present, excused, and absent.
4. Names and titles of those attending the meeting as nonvoting participants.
5. Name of minutes taker.
6. Matters reported on.
7. Agenda items: the method of resolution and the result for each proposal; a summary of the

comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing; and any opinion issued in writing by an independent director under Article 12, paragraph 4.

8. Extemporaneous motions: the name of the proposer; the method of resolution and the result for each motion; a summary of the comments made by directors, experts, or other persons; the name of any director that is an interested party as referred to in paragraph 1 of the preceding article, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing.
9. Other matters required to be recorded;

Any of the following matters in relation to a resolution passed at a meeting of the board of directors shall be stated in the meeting minutes and published on an information reporting website designated by the competent authority within two days starting from the board meeting date:

1. Any matter about which an independent director expresses an objection or reservation that has been included in records or stated in writing.
2. Any matter that has not been passed by the Audit Committee, but has been adopted with the approval of two-thirds or more of all board directors without having been passed by the audit committee;

The attendance book forms a part of the minutes for each board meeting and shall be well preserved during the existence of the company.

The minutes of a board of directors meeting shall be affixed with the signature or seal of both the meeting chairman and the minutes taker; a copy of the minutes shall be distributed to each director within 20 days after the meeting and well preserved as important records of the company during the existence of the company.

The production and distribution of the meeting minutes referred to in paragraph 1 may be prepared in an electronic form.

Article 17 Apart from matters referred to in paragraph 1 of Article 12, during the recess of the board of directors, which are required to be submitted for discussion by the board of directors, when the board of directors delegates any exercise of its powers pursuant to laws or regulations or the company's articles of incorporation, matters such as the level and substance of the delegation shall be concretely and specifically set out.

- (1) According to the company's approval authority table.
- (2) According to the company's management regulations, systems, and rules.

(3) Delegation of directors and supervisors to the invested companies.

(4) Determination of the base date for capital increase or capital reduction and the base date for cash dividend distribution.

Article 18 The adoption and amendment of the “Regulations” shall be with the approval of the company’s Board of Directors and should be reported in the shareholders meeting.

Appendix 4

AMICCOM Electronics Corporation Shareholdings of Directors

1. The company's paid-in capital is NT\$552,761,180 with a total of 55,276,118 shares issued.
2. According to the provision of Article 26 of the Securities and Exchange Act, the total shareholding of all directors of the company shall not be less than 4,422,090 shares.
3. The number of shares as recorded in the shareholder register as of the book-entry closing date(March 29, 2024) of this regular shareholders' meeting is as follows:

March 29, 2024

Position	Name	The number of shares	Shareholding ratio
Chairman	San Tan, Tzeng	1,523,967	2.76%
Director	Top Taiwan XII Venture Capital Co., Ltd.	1,350,000	2.44%
Director	Taiheyi Investment Co., Ltd.	677,341	1.23%
Director	Lanyun Investment Co., Ltd.	720,011	1.30%
Independent Director	Yih-Lang, Lee	0	0%
Independent Director	Hsu-Tong, Deng	0	0%
Independent Director	Chih-Hao, Kao	0	0%
Independent Director	Pei-Yu, Cheng	0	0%
Number of shares held by all directors		4,271,319	7.73%

Note: The 4,271,319 shares held by all directors, plus the 395,000 shares held by the representative, Ho-Chang, Tsai, of Taiheyi Investment Co., Ltd. for a total of 4,666,319 shares, so it meets the requirement that the total shareholding of all directors must not be less than 4,422,090 shares issued.

Appendix 5. Other instructions

The reason why the proposal proposed by a shareholder holding 1% or more of the total number of issued shares is excluded from the agenda:

The company did not receive any application filed for proposals from the shareholder during the period of accepting shareholder proposals (March 18, 2024 ~ March 28, 2024).