

AMICCOM Electronics Corporation (the “Company”)

Regulations on Financial and Business Operations Among Related Parties

Article 1

In order to ensure sound financial transactions between the company and its related parties, and to prevent irregular transactions, improper benefit transfers, and issues related to the buying and selling of goods, acquisition and disposal of assets, endorsements, guarantees, and lending of funds among related parties, this operational guideline is established in accordance with Article 19 of the company's "Corporate Governance Best Practice Principles" for compliance.

Article 2

The company's financial operations related to interested parties shall be conducted in accordance with the provisions of these operational guidelines, unless otherwise stipulated by laws or regulations.

Article 3

The term "related parties" as referred to in this regulation shall be determined in accordance with the provisions of the financial reporting standards for securities issuers.

The term "related enterprises" as referred to in this regulation means enterprises that exist independently and have the following relationships with each other, as stipulated in Article 369-1 of the Company Act:

1. Companies with control and subordinate relationships.
2. Companies with mutual investments. In determining the control and subordinate relationships as stated in the previous section, in addition to paying attention to their legal forms, the substantive relationships should also be considered.

Article 4

The company should consider the overall operational activities of the company and its related parties, establish an effective internal control system, and conduct regular reviews to respond to changes in the internal and external environment of the company, ensuring that the design and execution of the system remain effective.

The company should consider the regulations of the government where the subsidiary is located and the actual nature of its operations, and urge the subsidiary to establish an effective internal control system. If the related party is a non-public company, the company should still consider the extent of its impact on the financial and business operations of the company and require it to establish an effective internal control system as well as financial, business, and accounting management systems.

Article 5

The company's supervision of the management of affiliated enterprises, in addition to executing the relevant internal control systems established by the company, should also pay attention to the following matters:

1. The company shall obtain appropriate seats for directors and supervisors in affiliated enterprises in proportion to its shareholding.
2. Directors appointed by the company to affiliated enterprises shall regularly attend the board meetings of the affiliated enterprises, where the respective management teams will report on business objectives and strategies, financial status, operational results, cash flow, significant contracts, etc., in order to supervise the operations of the affiliated enterprises. Any unusual matters should be investigated for their causes, documented, and reported to the chairman or general manager of the company.
3. The supervisors appointed by the company to oversee its affiliated enterprises shall monitor the execution of business operations of the affiliated enterprises, investigate their financial and business conditions, examine books and documents, and audit reports. They may request the board of directors or managers of the affiliated enterprises to submit reports. For any irregularities, they should ascertain the causes, make records, and report to the chairman or general manager of the company.
4. The company shall appoint qualified personnel to important positions in related enterprises, such as general manager, financial supervisor, or internal audit supervisor, in order to obtain responsibilities for management, decision-making, and supervision and evaluation.
5. The company shall guide each subsidiary in establishing an internal audit unit and formulating procedures and methods for self-inspection of internal control systems, taking into account the nature of the subsidiary's business, operational scale, and number of employees.
6. In addition to reviewing the audit reports submitted by each subsidiary or conducting self-inspection reports, the internal audit personnel of the company must also regularly or irregularly perform audit operations on the subsidiaries. The findings and recommendations from the audit reports, after being reviewed, should be communicated to the audited subsidiaries for improvement, and regular follow-up reports should be made to ensure that appropriate corrective measures have been taken in a timely manner.
7. Subsidiaries should regularly submit financial statements for the previous month. If there are any anomalies, they should also attach an analysis report for the company's control purposes. Other related enterprises should also regularly provide financial statements to the company for analysis and review.

Article 6

The managers of this company should not hold concurrent positions with the managers of affiliated enterprises, and they should not engage in or operate similar businesses to that of this company, except as resolved by the board of directors. The responsibilities and authorities regarding personnel

management between this company and its affiliated enterprises should be clearly defined, and the mutual use of personnel should be avoided. However, if there is a genuine need for support and transfer, the scope of work, responsibilities, and cost-sharing methods should be specified in advance.

Article 7

The company should establish an effective financial and business communication system with its affiliated enterprises and regularly conduct comprehensive risk assessments on banks, major customers, and suppliers to reduce credit risk. For affiliated enterprises with financial and business transactions, it is especially important to keep track of their significant financial and business matters at all times for risk management purposes.

Article 8

The company's funding loans or endorsements and guarantees with related parties should be carefully assessed and comply with the "Guidelines for Funding Loans and Endorsements and Guarantees of Publicly Issued Companies" as well as the company's established "Procedures for Lending Funds to Others" and "Procedures for Endorsements and Guarantees."

The lending of funds or endorsement guarantees between related parties should be thoroughly reviewed regarding the following matters, and the evaluation results should be reported to the board of directors. Fund lending must be conducted after a resolution by the board of directors and cannot be authorized to others for decision-making. Endorsement guarantees may be authorized by the board of directors to the chairman within a certain limit according to the previous provisions, but must be subsequently ratified by the most recent board of directors meeting.

1. The necessity and reasonableness of funding loans or endorsement guarantees. Those engaged in funding loans or endorsement guarantees due to business relationships should assess whether the loan amount or the amount guaranteed by endorsement is commensurate with the amount of business transactions; if there is a need for short-term financing, the reasons and circumstances for obtaining the loaned funds should be specified.
2. Credit investigation and risk assessment of the parties receiving funding loans or endorsements.
3. The impact on the company's operational risks, financial condition, and shareholder equity.
4. Whether to obtain collateral and the assessed value of the collateral.

The subsidiaries in which the company directly and indirectly holds more than 90% of the voting shares must submit a resolution from the company's board of directors before proceeding with endorsement guarantees, in accordance with Article 5, Paragraph 2 of the Guidelines for Handling Loans and Endorsement Guarantees by Publicly Issued Companies. However, this does not apply to endorsement guarantees between companies in which the company holds 100% of the voting shares directly and indirectly.

The funding loans between this company and its parent company or subsidiaries, or among its subsidiaries, shall be subject to a resolution by the board of directors. The chairman of the board may be authorized to allocate loans in installments or to utilize them on a revolving basis for the same borrowing party within a specified amount and for a period not exceeding one year as per the board resolution.

The company's lending of funds or providing endorsements and guarantees to related parties should fully consider the opinions of all independent directors, and their clear opinions of agreement or disagreement, as well as the reasons for any opposition, should be included in the board meeting minutes.

The company directly and indirectly holds 100% of the voting shares of foreign companies that engage in lending due to the necessity of short-term financing; the financing amount is not subject to the 20% limit of the net worth of the lending company. For companies in which the company directly and indirectly holds more than 90% of the voting shares, the amount guaranteed as an endorsement cannot exceed 10% of the company's net worth. However, for companies in which the company directly and indirectly holds 100% of the voting shares, there is no such limit on endorsements.

For matters related to funding loans or guarantees, subsequent control measures should be effectively implemented. If there are overdue debts or the risk of losses arises, appropriate protective measures should be taken to safeguard the company's interests.

Article 9

The company's business dealings with related parties should clearly establish pricing terms and payment methods. Additionally, the purpose of the transaction, pricing, conditions, the substance and form of the transaction, and related procedures should not have significant discrepancies or unreasonable aspects compared to normal transactions with non-related parties.

When purchasing finished products, semi-finished products, and raw materials from related parties, procurement personnel should comprehensively assess the reasonableness of the related party's quotation based on market prices and other transaction conditions. Unless there are special factors or exceptional conditions that differ from general suppliers, reasonable agreements may allow for preferential prices or payment terms; otherwise, the prices and payment terms should be comparable to those of general suppliers.

When selling finished products, semi-finished products, and raw materials to related parties, the pricing should refer to the market price at that time. Except for long-term cooperative relationships or other special factors that differ from general customers, reasonable agreements may allow for preferential prices or payment terms. All other prices and payment terms should be in accordance with those for general customers.

For labor or technical services between related parties, a contract should be signed by both parties, stipulating the service content, service fees, duration, payment terms, and after-sales service, etc. This should be processed after approval by the chairman or general manager, and all terms of the contract should follow general business practices.

The accounting personnel of the company and its related parties should reconcile the balances of sales, purchases, accounts receivable, and accounts payable between each other by the end of each month for the previous month. If there are any discrepancies, the reasons must be understood and a reconciliation statement should be prepared.

Article 10

The company engages in sales, labor, or technical service transactions with related parties, expecting the total transaction amount for the entire year to reach five percent of the company's most recent consolidated total assets or the net amount of the most recent annual consolidated operating revenue. Except for transactions that are subject to the regulations on the acquisition or disposal of assets by publicly listed companies, or transactions between the company and its parent company, subsidiaries, or among subsidiaries, the following information must be submitted and approved by the board of directors before the transactions can proceed:

1. The items, purposes, necessity, and expected benefits of the transaction.
2. Reason for selecting related parties as transaction counterparts.
3. Principles for calculating transaction prices and the estimated annual transaction amount limit.
4. An explanation of whether the transaction terms conform to normal commercial terms and do not harm the interests of the company and the rights of shareholders.
5. Restrictions on Transactions and Other Important Agreements.

The transactions with related parties mentioned above should be reported at the most recent shareholders' meeting after the end of the fiscal year, including the following matters:

1. Actual transaction amount and conditions.
2. Whether to handle it according to the transaction price calculation principles approved by the board of directors.
3. Whether the total annual transaction amount has not exceeded the limit approved by the board of directors. If the transaction amount limit has been exceeded, the reasons, necessity, and rationality should be explained.

Article 11

The company's asset transactions, derivative transactions, mergers, divisions, acquisitions, or share transfers with related parties shall be conducted in accordance with the "Guidelines for the Acquisition or Disposal of Assets by Public Companies" and the asset acquisition or disposal procedures established by the company.

When acquiring or disposing of securities from related parties, or acquiring securities targeted at related enterprises, one should obtain the most recent financial statements of the target company that have been audited or reviewed by an accountant prior to the occurrence of the transaction as a reference for assessing the transaction price. Additionally, if the transaction amount reaches twenty percent of the company's paid-in capital, ten percent of total assets, or exceeds three hundred million New Taiwan Dollars, an accountant should be consulted prior to the occurrence of the transaction to express an opinion on the reasonableness of the transaction price. However, this does not apply if the securities have a publicly quoted price in an active market or if there are other regulations set by the Financial Supervisory Commission.

If the transaction amount for acquiring or disposing of intangible assets or right-of-use asset, or membership certificates, reaches twenty percent of the company's paid-in capital, ten percent of total assets, or exceeds three hundred million New Taiwan dollars, the company should consult an accountant for an opinion on the reasonableness of the transaction price prior to the occurrence of the event.

Article 12

The company shall obtain the consent of the audit committee and submit the following information to the board of directors for approval before signing the transaction contract and making payments when acquiring or disposing of real estate or right-of-use asset from related parties, or acquiring or disposing of other assets from related parties, and the transaction amount reaches 20% of the company's paid-in capital, 10% of total assets, or exceeds NT\$300 million. This excludes the purchase and sale of public bonds, bonds with buyback conditions, and the subscription or repurchase of money market funds issued by domestic securities investment trust enterprises.

1. An appraisal report issued by a qualified appraiser or an opinion from an accountant, as required by regulations.
2. The purpose, necessity, and expected benefits of acquiring or disposing of assets.
3. Reasons for selecting related parties as transaction counterparts.
4. Obtain real estate from related parties, and evaluate the reasonableness of the proposed transaction conditions based on the relevant information in accordance with Articles 16 and 17 of the "Guidelines for the Acquisition or Disposal of Assets by Public Companies."
5. The original acquisition date and price of related parties, the trading counterparties, and their relationship with the company and related parties, among other matters.
6. A cash flow forecast for each month of the upcoming year starting from the expected contract signing month, along with an assessment of the necessity of the transaction and the reasonableness of fund utilization.
7. Restrictions and other important agreements related to this transaction.
8. To engage an accountant to provide an opinion on whether related party transactions comply with general commercial terms and do not harm the interests of the company and its minority shareholders.

If the transaction amount for acquiring or disposing of real estate, equipment, or right-of-use asset reaches twenty percent of the company's paid-in capital, ten percent of total assets, or exceeds three hundred million New Taiwan Dollars, a valuation report issued by a professional appraiser must be obtained. If the valuation result differs from the transaction amount by more than twenty percent of the transaction amount, a certified public accountant should also be consulted to provide specific opinions on the reasons for the discrepancy and the appropriateness of the transaction price. Additionally, the meeting must be attended by more than two-thirds of the board of directors, with the approval of a majority of the attending directors.

When acquiring real estate or right-of-use asset from related parties, if the actual transaction price is higher than the assessed transaction cost and there is no objective evidence or specific reasonable opinions from professional appraisers and accountants, the board of directors should fully evaluate whether it harms the interests of the company and its shareholders. If necessary, the transaction should be rejected. The audit committee should also exercise its supervisory authority and, if necessary, immediately notify the board of directors to stop the action.

When the audit committee and the board of directors approve the aforementioned transaction, the company must not only allocate the difference between the transaction price and the assessed cost to a special surplus reserve, which cannot be distributed or converted into additional shares, but must also report the handling of the transaction to the shareholders' meeting and disclose the detailed content of the transaction in the annual report and public prospectus.

Related party transactions that involve the following circumstances must be approved by the board of directors and subsequently submitted to the shareholders' meeting for resolution on the aforementioned item of each clause. Shareholders with a personal interest in the matter are not allowed to participate in the voting.

1. The company or its subsidiaries that are not publicly listed in the domestic market have a aforementioned transaction, and the transaction amount exceeds ten percent of the company's total assets.
2. According to the Company Law, the company's articles of association, or internal operating procedures, transactions with amounts or conditions that have a significant impact on the company's operations or shareholder rights.

The company and related parties involved in the aforementioned transaction shall report the actual transaction details (including the actual transaction amount, transaction conditions, and information for each item of the first transaction, etc.) at the most recent shareholders' meeting after the end of the fiscal year.

Article 13

For financial transactions with related parties that require a resolution from the board of directors, the opinions of all independent directors should be fully considered, and their clear opinions of agreement

or disagreement, along with the reasons for any opposition, should be included in the board meeting minutes.

Directors who have a personal interest in matters discussed at meetings, either for themselves or for a corporation they represent, which may harm the interests of the company, should recuse themselves and not participate in discussions or voting. They also should not act as proxies for other directors to exercise their voting rights. Directors should practice self-discipline and must not improperly support each other.

The spouse of a director, blood relatives within the second degree, or companies that have a controlling subordinate relationship with the director, are considered to have a personal interest in the matters discussed at the aforementioned meeting.

Independent directors should immediately notify the board of directors or the directors to stop their actions if there are violations of laws, regulations, or resolutions of the shareholders' meeting, and take appropriate measures to prevent the situation from worsening. If necessary, they should also report to the relevant authorities or units.

Article 14

The company shall comply with the legal requirements for matters that need to be announced or reported, as well as their deadlines, and timely arrange for each subsidiary to provide necessary financial and business information, or commission accountants to audit or review the financial reports of each subsidiary.

The company shall announce the consolidated balance sheet, consolidated income statement, and auditor's review report of related parties in accordance with the statutory deadline for annual financial report submissions. In the event of any changes in related parties, the company must report the changes to the Taiwan Stock Exchange or the Republic of China Securities Over-the-Counter Market within two days of the change.

The significant transactions between the company and related parties should be fully disclosed in the annual report, financial statements, three statements of related enterprises, and the prospectus.

When related parties encounter financial liquidity difficulties, the company should obtain their financial statements and relevant information to assess the impact on the company's finances, business, or operations. If necessary, appropriate protective measures should be taken regarding the company's claims. In such cases, in addition to disclosing the impact on the company's financial condition in the annual report and prospectus, significant information should also be promptly released on the public information observation station.

Article 15

The company's affiliated enterprises, when there are circumstances that comply with the "Verification and Public Handling Procedures for Major Information of Listed Companies on the Over-the-Counter Securities Exchange of the Republic of China," shall have the company announce and report the relevant information on their behalf.

The company shall announce and report relevant matters for its unlisted affiliated enterprises in accordance with the regulations set by the competent authority.

Article 16

These regulations was established on April 26, 2023, and implemented after approval by the board of directors. The same applies to any amendments.

Notice to readers

This English-version rule is a translation of the Chinese version and is not an official document. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.