

Stock code: 9955



佳龍科技工程股份有限公司
SUPER DRAGON TECHNOLOGY CO., LTD.

The 2024 Regular Shareholders' Meeting

Meeting Handbook

Form of meeting: Physical Shareholders' Meeting

Date of Meeting: 9 a.m. on Tuesday, June 18, 2024

Address of meeting: No.323, Huanke Rd., Guanyin Dist., Taoyuan City

Content

One. Meeting Procedure	1
Two. Meeting Agenda.....	2
I. Report Items	3
II. Ratifications	4
III. Discussions	5
IV. Extraordinary motions	7
V. Adjournment	7
Three. Attachments	
I. The Business Report	8
II. Audit Committee’s Review Report	12
III. Comparison Table for the Amendments of the “Rules of Procedure for Board of Directors Meetings.....	13
IV. Remuneration of Directors Report.....	15
V. Comparison Table of Amended Provisions to the Articles of Incorporation	16
VI. Employee Restricted Stock Awards Rules of 2024	17
VII. The 2023 Financial Statements.....	21
VIII. The 2023 Deficit Compensation Statement	38
Four. Appendices	
I. Articles of Incorporation (Before amendment)	39
II. Rules of Procedures for shareholders’ meetings	43
III. Shareholdings of All Directors	51

Super Dragon Technology Co., Ltd.
Meeting Procedures of The 2024 Regular
Shareholders' Meeting

I. Call the Meeting to Order

II. Chairman's opening remarks

III. Report Items

IV. Ratifications

V. Discussions

VI. Extraordinary Motions

VII. Adjournment

Super Dragon Technology Co., Ltd.

Agenda of the 2024 regular shareholders’ meeting

- I. Time:** 09:00 a.m. on June 18, 2024 (Tuesday)
- II. Address:** No.323, Huanke Rd., Guanyin Dist., Taoyuan City
- III. Form of meeting:** Physical Shareholders’ Meeting
- IV. Call the Meeting to Order**
- V. Chairman’s opening remarks**
- VI. Report Items**
 - (I) Proposal of 2023 Business Report.
 - (II) Proposal of the Audit Committee’s Review Report on the 2023 financial statements.
 - (III) Proposal of Amend part of the “Rules of Procedure of the Board of Directors” of the Company.
 - (IV) Proposal of Report on Accumulated Losses Reaching One-Half of Paid-in Capital.
 - (V) Proposal of 2023 Remuneration of Directors Report.
- VII. Ratifications**
 - (I) Ratification of 2023 business report and financial statements
 - (II) Ratification of 2023 deficit compensation proposal
- VIII. Discussions**
 - (I) Discussions of amendment to the “Articles of Incorporation.”
 - (II) Discussions of The Company intends to issue of new restricted employee shares to key employees.
- IX. Extraordinary Motions**
- X. Adjournment**

[Report Items]

Proposal 1 (Proposed by Board of Directors)

Cause: Proposal of 2023 Business Report is hereby submitted for your review.

Description: Please refer to Attachment 1 (page 8) of this handbook for the Company's 2023 Business Report.

Proposal 2 (Proposed by the Board of Directors)

Cause: The Audit Committee's Review Report on the 2023 financial statements is submitted for your review.

Description: Please refer to Attachment 2 (page 12) of this handbook for the Audit Committee's Review Report.

Proposal 3 (Proposed by the Board of Directors)

Cause: Proposal of Amend part of the "Rules of Procedure of the Board of Directors" of the Company is hereby submitted for your review.

Description : Pursuant to the Order Jin-Guan-Zheng-Fa-Zi No. 1120383996 dated January 11, 2024 by the Financial Supervisory Commission regarding the amendments made to Articles 12 and 13 of the "Regulations Governing Procedure for Board of Directors Meetings of Public Companies," the "Regulations Governing Procedure for Board of Directors Meetings" are amended accordingly; please find the comparison table in Attachment III (page 13) of the handbook.

Proposal 4 (Proposed by the Board of Directors)

Cause: Accumulated Losses Reaching One-Half of Paid-in Capital is hereby submitted for your review.

Description: As of December 31, 2023, the Company's cumulative loss totaled NT\$661,102,470, which exceeded half of the paid-in capital of NT\$1,032,082,290. The cumulative loss is reported to the shareholders' meeting in accordance with Article 211 of the Company Act.

Proposal 5 (Proposed by the Board of Directors)

Cause: Proposal of 2023 Remuneration of Directors Report is hereby submitted for your review.

Description: Please refer to Attachment 4 (page 15) of this handbook for the Company's 2023 Remuneration of Directors Report.

[Ratifications]

Proposal 1 (Proposed by Board of Directors)

Cause: The 2023 Business Report and financial statements are submitted for ratification.

Description: I. The 2023 Consolidated Financial Statements and Parent Company Only Financial Statements were approved by the Board of Directors. The Consolidated Financial Statements and Parent Company Only Financial Statements were audited by Company Ernst & Young Accounting Firm, and sent the Audit Committee to audit and conclude the matter, and issue an audit report on the record.

II. Please refer to Attachment 1 (page 8) of the manual and Attachment 7 (page 21-37) for Tables of Final Accounts.

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Cause: 2023 Deficit Compensation Proposal is hereby submitted for ratifications.

Description: I. The deficit to be covered is NT\$579,363,789 in the Company at the beginning of 2023, plus the net losses after tax of the year for NT\$81,738,681. The losses to be compensated at the end of the period is NT\$661,102,470.

II. Please refer to the Attachment 8 (page 38) for the 2023 Deficit Compensation Statement.

III. There were still deficits to be covered in 2023, so the shareholders' dividends had not yet issued.

Resolution:

[Discussions]

Proposal 1 (Proposed by Board of Directors)

Cause: Proposal to amend the "Articles of Incorporation," please discuss.

Description: I. Pursuant to Article 267 of the Company Act, the Company intends to amend the related provisions of the "Articles of Incorporation" to accommodate the Company's mid- and long-term development needs.
II. Please refer to the Attachment 5 of the handbook (page 16) for the comparison table of provisions before and after amendments.

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Cause: The Company intends to issue of new restricted employee shares to key employees, please discuss.

Description: I. To reward outstanding employees and retain key talents, the Company intends to issue new restricted employee shares pursuant to Paragraph 9, Article 267 of the Company Act, and the Regulations Governing the Offering and Issuance of Securities by Securities Issuers promulgated by the Financial Supervisory Commission.
II. The shares may be filed to the competent authority in several times within one year upon the shareholders' resolution, and issued at once or in tranches, depending on the actual needs of the Company, within two year starting from the date of receipt of the notice of effective registration from the competent authority. The actual date of issuance shall be stipulated by the Chairman under authorization.
III. The proposed issuance of new restricted employee shares is as follows:
(I) Total issuance amount: limited to 3,000 thousand common shares of the Company at maximum.
(II) Issuance conditions:
1. Issue price: Issued for consideration, the expected issue price is NT\$10 per share.
2. Vesting conditions: Those who meet the comprehensive indicators of service years and performance conditions set out in the Regulations Governing the Issuance of New Restricted Employee Shares.
3. Type of shares to be issued: The Company's common shares.
4. Method to handle if employees failed to meet the vesting conditions or succession occurs: If the vesting conditions for the new restricted employee shares allocated are met, the Company will recover the shares at the original issue price and cancel the shares in accordance with the law.
(III) Employee's qualifications and the number of shares may be allocated or subscribed:
1. Limited to those who are permanent employees of the Company with good performance as of the issue date. The employees and number of shares actually allocated will be referred to the seniority, rank of position, performance, overall contribution and other factors, while taking into account their contribution to ESG participation, as well as the needs of the Company's operating and business development strategies. The allocation is done within the limit specified by laws and regulations, and Regulations Governing Issuance of New Restricted Employee Shares established by the Company.
2. The number of shares allocated to a single employee shall be handled in accordance with the FSC's Regulations
(IV) The reason of the necessity for the new restricted employee shares: to attract

and retain the required professionals, motivate the employees and enhance internal cohesion, as well as to create interests for the Company and the shareholders and to ensure that the interests of the employees of the Company are connected with interests of the shareholders, while integrate the Company's operating goals with the results of environmental, social, and corporate governance (ESG).

- (V) The possible amount of expense, dilution to the Company's earnings per share and other matters affecting the shareholders' equity: The total amount of new restricted employee shares expected to be issued this time shall not exceed 3% of the issued number of shares of the Company. If calculated based on the average closing price of for the ten business days prior to the date of book closure, NT\$32.38 per share, cessation of share transfer, assuming the subscription price is NT\$10 per share and all shares are issued, while taking into account factors such as the vesting period, stock price volatility, and risk-free interest rate, and adopting the option evaluation model for calculation, the estimated amounts accounted for expenses allocated to each year for 2024, 2025, 2026, 2027, 2028, and 2029 will be NT\$2,798 thousand, NT\$14,920 thousand, NT\$20,515 thousand, NT\$19,583 thousand, NT\$7,460 thousand, and NT\$1,865 thousand, respectively; the impacts o the EPS will be NT\$0.03, NT\$0.14, NT\$0.20, NT\$0.19, NT\$0.07, and NT\$0.02, respectively (based on the 103,208,229 shares issued by the Company at the book closure day). However, the Company's revenue in the coming years is expected to continue to show a growing trend. Therefore, the overall assessment shows that the dilution to the Company's earnings per share in the coming years is still limited, and there shall be no significant impact on the existing shareholders' equity.
- IV. If the conditions for the issuance of new restricted employee shares are amended or revised due to the instructions of the competent authority, amendments to relevant laws and regulations, or in response to the financial market conditions or objective environment, it is intended to request the shareholders' meeting to authorize the Board of Directors to handle the same with full discretion.
- V. The new restricted employee shares issued by the Company shall be held in share trust under custody.
- VI. The relevant restrictions and important covenants or matters not covered herein regarding the issuance of the new restricted employee shares shall comply with the relevant laws and regulations and the Regulations of Issuance stipulated by the Company. Please refer to "Attachment 6" of this handbook (page 17).

Resolution:

[Extraordinary Motions]

[Adjournment]

[Attachment 1]

Proposal of 2023 Business Report.

Dear shareholders:

Looking back on the year 2023, the global economy continued to face the impact of variant viruses, the Russia-Ukraine War, high inflation and climate change, and multiple pressures such as the simultaneous rise of raw materials, severe fluctuations in the international currency market and continuous interest rate hikes by the Federal Reserve. The economic environment and market were highly volatile and uncertain. In this severe moment, Super Dragon team still sticks to their positions and faces internal and external challenges together with unremitting efforts.

The Company's 2023 operating results and future expectations are described respectively as follow:

I. 2023 operating results

(I) Business plan implementation results and financial revenue and expenditure, profitability:

The 2023 consolidated operating revenue decreased slightly by 1.9% from 2022, mainly due to the decrease in precious metal sales and precious metal price fluctuations, but the gross profit increased by NTD 38,218 thousand from 2022, mainly because the benefit of active inventory closeout emerged. Hence, the amount of net loss before (after tax) decreased by NTD 17,078 thousand in 2023. The relevant consolidated and parent company only financial statement figures are summarized as follows:

Unit: NT\$ / Thousand

Consolidated Financial Report Items	2023	2022
Operating revenue	1,140,082)	1,161,908)
Gross profit (loss)	39,557)	1,339)
Operating (loss)	(74,242)	(99,554)
Net profit (loss) before tax	(81,739)	(98,817)
Net profit (loss) after tax	(81,739)	(98,817)
Earnings (losses) per share (NTD)	(0.79)	(0.96)

Unit: NT\$
/ Thousand

Standalone Financial Report Items	2023	2022
Operating revenue	1,118,686)	1,118,454)
Gross profit (loss)	36,220)	(717)
Operating (loss)	(57,598)	(81,421)
Net profit (loss) before tax	(81,739)	(98,817)
Net profit (loss) after tax	(81,739)	(98,817)
Earnings (losses) per share (NTD)	(0.79)	(0.96)

(II) Implementation of budget

The Company had no financial forecasting in 2023.

(III) Research and development

The core value of the Company has long been a circular economy. This is why the Company has continued to develop new waste recycling technologies and diversified applications of recycled materials in the past. Under the global mega trend of net zero, more emphasis is placed on the establishment of a recycling process with low energy consumption and low carbon emission, and the use of chemicals and water during the recycling process can be reduced, to achieve the goal of sustainable development in a more environmentally friendly manner. Major developments of the Company are as below:

1. Research and development of green potassium gold cyanide (GPGC) production process and products

The industrial potassium gold cyanide produced by the Company is produced in an automated process and has the characteristics of high purity, low impurities and high quality, to meet the needs of customers for 5N potassium gold cyanide. In response to the trend of energy saving and carbon reduction, in addition to using green power as the energy for production equipment, we have also developed a recycling and reuse model for the upstream and downstream industries of potassium gold cyanide by using the precious metals recovered from the customer's industrial process waste as raw materials.

2. Enhance the research and development of waste recycling technologies:

We continue to invest in purification technologies and add new recyclable items to develop “urban mines”.

3. Introduction of advanced waste liquid processing technologies:

By upholding our goal of “establishing processes with zero waste liquid and a recycling and reuse system,” we incorporated the MVR waste liquid treatment technology to achieve the reduction of waste liquid treatment and recycling target.

4. Technical partnerships and development of new eco-friendly functional materials:

Through the industry-academic partnerships, new low-carbon eco-friendly renewable materials are produced from waste containing different properties with innovative formulas and technologies. They solve the problem of disposal and treatment in the resource recycling industry, facilitate the reuse of waste resources, with the possibility of diverse applications in the future.

II. Summary of operating plan for 2024

(I) Business guideline

The rapid changes of high-tech products have made waste disposal increasingly difficult. Super Dragon Technology will continue to uphold our commitment to improve technologies, to properly recycle and treat various waste, and the main business strategies for 2024 are as follows:

1. Accelerate the transformation of a project-based organization, the cultivation of highly competent talents and teams, and improve the efficiency of organizational operations.
2. Enhance the recycling of hybrid metals and waste electronics products to turn waste into treasure, and support waste and carbon reduction.
3. Launch the high-efficiency waste liquid treatment services to attain “zero effluents and circular use”.
4. Establish a solid waste treatment ecosystem with technical partners and find ways to reuse solid waste.
5. Expand into energy conservation, energy storage, and energy generation businesses to create an engine of growth for green energy in the circular economy and technological developments.
6. Actively reduce inventory and revitalize the value of assets to create positive cash flow and reduce financial burdens.
7. Focus on the circular economy and continue to develop new eco-friendly technologies, new energy, new partnerships, and new business models. Concentrate, deepen, and transform operations based on the framework of four major production lines, four major platforms, and one center.

(II) Sales Volume Forecast and Basis

Zero-carbon sustainability has become the current trend. Customers have also shifted from cost-oriented treatment of various wastes to low energy consumption, low carbon emissions, and proper disposal. This is also the principle that the Company continues to adhere to, and pursue sustainable development together with our partners and customers. In 2024, still based on the core of circular economy and under the development scope of four main production lines, four main platforms and one center, the Company will deepen the operational focus and transformation. In terms of revenue, it is expected that the domestic industry will gradually recover, and the effect of passing the new customers' verification is expected to increase year on year; meanwhile, it will drive the growth of operating gross profit and achieve the goal of turning loss into profit in a single quarter.

(III) Important Production and Sale Policies

1. Enhance the analysis and detection capacity, implement cost control, and quality management to provide customers with satisfying services.
2. The liquid waste treatment is processed from the inside out and gradually; the external processing capacity is increased by working with external partners.

3. Form alliances with strategic partners to increase the number of solid waste items for treatment and shorten the recycling cycle of precious metals.
4. Develop the application of recycled products, turn waste into treasure, turn waste into treasure, the “scrapes” into "raw materials," and realize the circular economy model from the cradle to the cradle.
5. Transform the professional roles for 5N gold salt production and OEM and expand the production capacity utilization rate to increase the value of products.
6. Accelerate the establishment of the pilot mass production line for CL functional green materials to expand the types of the Company's product lines.

III. Impacts of External Competitive Environment, Legal Environment and Overall Operating Environment on Company’s Future Development Strategy

Global awareness of environmental protection has increased and environmental and net-zero issues have become important topics of discussion. Government regulations on environmental protection have become increasingly stringent as they strengthen enforcement. Due to the recent international development trends that emphasize the importance of sustainability, relevant laws and regulations and institutional amendments will become more conducive to the development of the environmental protection industry.

The Company’s head office and Plant 3 are located in the Environmental Science & Technology Park. Our corporate mission is to become “a service company needed by the society” and our goal is to recycle and reuse resources for turning the waste into treasure. We continue to improve waste processing technologies and capabilities for application of precious metals. We invest in equipment to expand operations, help companies implement environmental governance, and build a society with a sustainable cycle of resources.

The Company also implements the circular economy in different ways by actively participating in the transformation of Taiwan’s green economy and joint promotion of sustainable development. We set up solar PV equipment in areas of the Company that can be effectively used and we will also install grid-connected energy storage equipment to support Taipower’s electricity ancillary service, join Taipower’s Energy Trading Platform, and work with the government to develop renewable energy.

The Company will continue to work on improving technologies and increasing the scale of production to maximize returns for all shareholders of the Company. We hereby express our gratitude to shareholders for your long-term support and encouragement.

Super Dragon Technology Co., Ltd.



Chairman-cum-President Chieh-Hsin Wu



Chief Accounting Officer: Tze-Hui Chen



[Attachment 2]

**Super Dragon Technology Co., Ltd.
Audit Committee's Review Report**

The Board of Directors has prepared the 2023 Business Report, financial statements, and the proposal for making up for losses, among which the financial statements were audited by Ernst & Young Accounting Firm, by whom an audit report was issued. We have reviewed the above business report, financial statements, and the proposal for making up for losses, to which we have found no misstatement, and we hereby issue a review report as presented above in accordance with related regulations in the Securities and Exchange Act and the Company Act. Please proceed to review it.

Super Dragon Technology Co., Ltd.

Convener of the Audit Committee:


Shih-Chun Ho

March 14, 2024

[Attachment 3]

**Super Dragon Technology Co., Ltd.
Comparison Table for the Amendments of the “Rules of Procedure for
Board of Directors Meetings”**

Articles after amending		Articles before amending		Explanation of amendment
Articles	Content	Articles	Content	
Article 8	<p>(Reference information for the Board of Directors, attendance of personnel in a non-voting capacity, and convening of board meetings) The management department (or the agenda working group designated by the Board of Directors) shall prepare related information for the Directors in attendance to view at any time when a board meeting is called. When holding a meeting of the Board of Directors, the Company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the Company may also invite certificated 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 meeting has arrived and more than one-half all Directors are present, the chair may announce the start of the meeting. When the meeting time is due and one-half all board directors are not present, the meeting chair may announce that the meeting time will be postponed on the same day, provided that no more than two postponements are made. If the quorum is still not met after two such delays, the chair shall re-call the meeting following the procedures provided in Article 3, paragraph 2. The term "all Directors " as used in the preceding paragraph and in Article 16, paragraph 2, subparagraph 2 shall be calculated as the number of Directors then in office.</p>	Article 8	<p>(Reference information for the Board of Directors, attendance of personnel in a non-voting capacity, and convening of board meetings) The management department (or the agenda working group designated by the Board of Directors) shall prepare related information for the Directors in attendance to view at any time when a board meeting is called. When holding a meeting of the Board of Directors, the Company may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the Company may also invite certificated 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 meeting has arrived and more than one-half all Directors are present, the chair may announce the start of the meeting. When the time of a meeting has arrived and one-half all Directors are not present, the chair 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 chair shall re-call the meeting following the procedures provided in Article 3, paragraph 2. The term "all Directors " as used in the preceding paragraph and in Article 16, paragraph 2, subparagraph 2 shall be calculated as the number of Directors then in office.</p>	Revised in accordance with “Regulations Governing Procedure for Board of Directors Meetings of Public Companies” of Financial Supervisory Commission.

Articles after amending		Articles before amending		Explanation of amendment
Articles	Content	Articles	Content	
Article 11	<p>(Proposal discussion) A board 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. When discussing the agenda items and extraordinary motions, the chair may not declare the meeting closed without the approval of a majority of Directors present at the meeting. If at any time during the proceeding of a board meeting the Directors in attendance at the meeting are not more than half of the Directors present at the meeting, then upon motion by the Directors in attendance at the meeting, the chair shall declare a suspension of meeting, in which case paragraph 3 of Article 8 shall apply mutatis mutandis. <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>	Article 11	<p>(Proposal discussion) A board 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. When discussing the agenda items and extraordinary motions, the chair may not declare the meeting closed without the approval of a majority of Directors present at the meeting. If at any time during the proceeding of a board meeting the Directors in attendance at the meeting are not more than half of the Directors present at the meeting, then upon motion by the Directors in attendance at the meeting, the chair shall declare a suspension of meeting, in which case paragraph 3 of Article 8 shall apply mutatis mutandis.</p>	Revised in accordance with “Regulations Governing Procedure for Board of Directors Meetings of Public Companies” of Financial Supervisory Commission.
Article 20	<p>The first amendment of the Regulations was registered on March 20, 2018. The second amendment of the Regulations was registered on May 5, 2020. The third amendment of the Regulations was registered on November 9, 2022. <u>The forth amendment of the Regulations was registered on March 14, 2024.</u></p>	Article 20	<p>The first amendment of the Regulations was registered on March 20, 2018. The second amendment of the Regulations was registered on May 5, 2020. The third amendment of the Regulations was registered on November 9, 2022.</p>	Record the date of revision.

[Attachment 4]

Remuneration of Directors Report

Unit: NT\$ thousand

Title	Name	Remuneration of directors								Total of four items of A, B, C and D as a percentage of net income after tax		Remuneration received for serving as an employee concurrently								Total of seven items of A+B+C+D+E+F+G as a percentage of net income after tax		Whether compensation from investees other than subsidiaries is received		
		Compensation (A)		Severance and pension (B)		Remuneration of directors (C) (Note 1)		Business execution expenses (D)				Salary, bonus and special allowance (E)		Severance and pension		Remuneration of employees (G) (Note 1)								
		The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company		All companies in the financial statements		The Company	All companies in the financial statements			
Chairman	Chieh-Hsin Wu	240	240	-	-	-	-	30	30	-0.33	-0.33	5,754	5,754	-	-	-	-	-	-	-	-	-7.37	-7.37	-
Director	Yao-Hsun Wu	240	240	-	-	-	-	30	30	-0.33	-0.33	6,486	6,486	-	-	-	-	-	-	-	-	-8.27	-8.27	-
Director	Enormous Vastness Investment Company Limited Representative: Kang-Chi Chou	240	240	-	-	-	-	30	30	-0.33	-0.33	-	-	-	-	-	-	-	-	-	-	-0.33	-0.33	-
Director	Fukang Investment Co., Ltd. Representative: Chia-Nan Hsu	240	240	-	-	-	-	30	30	-0.33	-0.33	-	-	-	-	-	-	-	-	-	-	-0.33	-0.33	-
Independent director	Shih-Chun Ho	395	360	-	-	-	-	66	66	-0.56	-0.56	-	-	-	-	-	-	-	-	-	-	-0.56	-0.56	-
Independent director	Cheng-Che Tsai	420	420	-	-	-	-	48	48	-0.57	-0.57	-	-	-	-	-	-	-	-	-	-	-0.57	-0.57	-
Independent director	Zhi-Fang Wang	195	195	-	-	-	-	24	24	-0.27	-0.27	-	-	-	-	-	-	-	-	-	-	-0.27	-0.27	-
Independent director	Ya-Hsuan Wang	195	195	-	-	-	-	24	24	-0.27	-0.27	-	-	-	-	-	-	-	-	-	-	-0.27	-0.27	-
Independent director	Kun-Cheng Chao (Resigned on 2023.03.15)	105	105	-	-	-	-	-	-	-0.13	-0.13	-	-	-	-	-	-	-	-	-	-	-0.13	-0.13	-

- Describe the payment policy, system, standard and structure for remuneration of independent directors, and explain the relationship with the remuneration payment according to the job duties handled, risks and time invested, etc.:
 - According to the Articles of Incorporation of the Company, for the remuneration of directors of the Company, the board of directors is authorized to determine the remuneration based on the operation participation level and the value of contribution to the Company along with the consideration on the standards adopted in the same industry.
 - The Articles of Incorporation of the Company also specifies that when the Company has a profit for a fiscal year, an amount not higher than 3.6% shall be appropriated as the remuneration of directors. The payment of the remuneration of directors shall be made in accordance with the "Policy for Remuneration of Directors and Managerial Officers".
- In addition to the disclosure of the table above, the remuneration collected in by directors of the Company for providing services (such as acting as non-employee consultant of the parent company/companies/investees indicated in the financial report): None.

[Attachment 5]

**Super Dragon Technology Co., Ltd.
Comparison Table of Amended Provisions to the Articles of
Incorporation**

Amended Provision	Current Provision	Explanation
<p>Article 6-1 The recipients of the transfer of treasury shares purchased per laws, issuance of employee stock warrants, new employee restricted shares, and new shares reserved for employees to subscribe in a cash capital increase by the Company, may include employees of the controlling or subordinate companies meeting certain specific requirements. The Board of Directors is authorized to determine the requirements and method of allocation.</p>	<p>(This article is added)</p>	<p>I. This article is added. II. Pursuant to Article 267 of the Company Act, to accommodate the Company's actual operational needs, this article is added to specify the employees who may subscribe to the Company's shares, and the recipients of the issuance of new restricted employee shares, including employees of the controlling or subordinate companies of the Company who meet certain criteria. The terms "controlling company" and "subordinate company" are defined in accordance with the standards of the Company Act.</p>
<p>Article 35 The Articles were established on December 2, 1997. The Articles were 1st amended on November 24, 1999. The Articles were 2nd amended on September 10, 2000. The Articles were 3rd amended on June 11, 2001. The Articles were 4th amended on June 3, 2002. The Articles were 5th amended on June 13, 2003. The Articles were 6th amended on June 11, 2004. The Articles were 7th amended on June 2, 2005. The Articles were 8th amended on June 12, 2006. The Articles were 9th amended on June 7, 2007. The Articles were 10th amended on June 25, 2008. The Articles were 11th amended on June 14, 2010. The Articles were 12th amended on February 17, 2011. The Articles were 13th amended on June 25, 2013. The Articles were 14th amended on June 22, 2015. The Articles were 15th amended on June 22, 2016. The Articles were 16th amended on June 26, 2018. The Articles were 17th amended on June 14, 2022. <u>The Articles were 18th amended on June 18, 2024.</u></p>	<p>Article 35 The Articles were established on December 2, 1997. The Articles were 1st amended on November 24, 1999. The Articles were 2nd amended on September 10, 2000. The Articles were 3rd amended on June 11, 2001. The Articles were 4th amended on June 3, 2002. The Articles were 5th amended on June 13, 2003. The Articles were 6th amended on June 11, 2004. The Articles were 7th amended on June 2, 2005. The Articles were 8th amended on June 12, 2006. The Articles were 9th amended on June 7, 2007. The Articles were 10th amended on June 25, 2008. The Articles were 11th amended on June 14, 2010. The Articles were 12th amended on February 17, 2011. The Articles were 13th amended on June 25, 2013. The Articles were 14th amended on June 22, 2015. The Articles were 15th amended on June 22, 2016. The Articles were 16th amended on June 26, 2018. The Articles were 17th amended on June 14, 2022.</p>	<p>Record the date of revision.</p>

[Attachment 6]

Super Dragon Technology Co., Ltd. Employee Restricted Stock Awards Rules of 2024

Article 1 Purpose

The purposes are to attract and retain the required professionals, motivate the employees and enhance internal cohesion, as well as to create interests for the Company and the shareholders and to ensure that the interests of the employees of the Company are connected with interests of the shareholders, while integrate the Company's operating goals with the results of environmental, social, and corporate governance (ESG). The following Employee Restricted Stock Awards Rules ("the Regulations") are stipulated for the Company in accordance with Paragraph 9 , Article 267 of the Company Act, and the Regulations Governing the Offering and Issuance of Securities by Securities Issuers promulgated by the Financial Supervisory Commission ("FSC Regulations").

Article 2 Issuance Period

The shares may be issued at once or in tranches, depending on the actual needs of the Company, within two year starting from the date of receipt of the notice of effective registration from the competent authority. The actual date of issuance shall be stipulated by the Chairman under authorization by the board of directors.

Article 3 Issuance Conditions

- I. Issuance price: NT\$10 per share.
- II. Type of issued shares: the type of shares issued under the new restricted employee shares are the new common shares of the Company. The rights and obligations shall be the same as the other outstanding common shares of the Company, except for the rights under restriction set forth in Article 6 before satisfaction of vesting conditions.
- III. Vesting conditions
 - (I) If the employee still works for the Company on each vesting day after receiving the new restricted employee shares, and during the period, the employee has not been determined by the Company any violation of the Company's labor contract, the Employee's Code of Ethical Conduct, trust contract, Corporate Governance Best Practice Principles, Ethical Corporate Management Best Practice Principles, work rules, non-compete restrictions, non-disclosure agreements, or agreements with the Company, and the personal performance indicators set by the Company are met during each expiration period, the employee may acquire the new shares at the following percentage of the allocated shares on the vesting date in each year of expiration period.

Expiration period	Allocation percentage
Worked for one full year upon the allocation	<u>30%</u>
Worked for two full years upon the allocation	<u>30%</u>
Worked for three full years upon the allocation	<u>40%</u>

- (II) Personal performance indicators: At the expiration of the vested period, the personal performance evaluation rating in the most recent year was A (inclusive) or above.
- (III) Treatment where the employee fails to meet the vesting conditions:

After the new restricted employee shares are allocated to an employee, if the employee does not work for the Company on the vesting day, or has any material error by violating the conditions listed in subparagraph 1, paragraph 3 of Article 3, or fails to meet the personal performance indicators set by the Company at the same time, the Company will recover the new restricted employee shares not meeting the vesting conditions at the issue price and cancelled them.
- (IV) In case of any of the following events, the new restricted employee shares not yet vested will be handled in the following means:
 1. Resignation: When an employee resigns (including transfer to an affiliate), retires, or is laid off, the new restricted employee shares failing to meet the vesting conditions are deemed disqualification for meeting the vesting conditions on the date of resignation. The Company will

- recover the shares at the original issue price and cancel the shares in accordance with the law.
2. Leave of absence without pay: For the employees taking leave of absence without pay pursuant to the laws and regulations, and special approval of the Company, their new restricted employee shares not meeting the vesting conditions are suspended for the calculation from the effective date of the leave of absence, and will be resumed on the date of reinstatement, but the tenure of the vesting conditions shall be deferred based on this period of leave without pay. If the employee does not reinstate upon expiry of the leave of absence, he/she shall be deemed to have resigned voluntarily.
 3. Transfer: Due to the consideration of the Company's business strategy, the rights and obligations of the new restricted employee shares not yet vested for a transferee who has been specially approved by the Company to transfer to a subsidiary with 100% of voting rights held directly or indirectly by the Company shall not be affected, provided that their personal performance indicators will be re-measured after they transfer to the 100%-owned subsidiary pursuant to the Regulations, and they shall continue the employment with the 100%-owned subsidiary or transfer back to the Company on the vesting date, otherwise, they are deemed not meeting the vesting conditions, and the Company will recover the new restricted employee shares not meeting the vesting conditions at the issue price and cancelled them.
 4. Inability to continue to work due to physical disability or illness as a result of occupational disasters: If an employee is unable to hold a position as a result of occupational disasters, the new restricted employee shares not yet vested shall be deemed meeting the vesting conditions at the expiration of the most recent vesting period on the effective date of resignation.
 5. Death:
 - (1) Ordinary death: If an employee ceases, his/her the new restricted employee shares not meeting the vesting conditions shall be deemed not meeting the vesting conditions on the date of death. The Company will recover the new restricted employee shares not meeting the vesting conditions pursuant to laws at the issue price and cancelled them.
 - (2) Death due to occupational disaster: On the date of the employee's death is deemed meeting the vesting conditions at the expiration of the most recent vesting period, and the heirs may apply for receiving the shares to be inherited or interests disposed, after completing the necessary statutory procedures and providing relevant supporting documents. However, the heirs must comply with the relevant operating procedures for the claim of shares within one year from the date of notification by the Company. If the heir fails to cooperate within the time limit, the shares will be deemed as refused by the heir, and the Company is entitled to recover the new restricted employee shares at the issue price and cancelled them.
 6. If the Company undergoes organizational adjustment in accordance with the Business Mergers And Acquisitions Act, whether the new restricted employee shares not yet vested shall be deemed as having met the vested conditions or not, and the determination of the allocation percentage, shall be subject to a resolution of the Board of Directors.

Article 4 Total Amount of Issuance

The total amount of the new restricted employee shares is NT\$30,000,000, at the par value of NT\$10 per share, and a total of 3,000,000 common shares are issued.

Article 5 Qualification and Requirements of Employees and the Restriction on the Number of Allocated Shares

- I. Limited to the full-time employees who are still employed by the Company on the grant date of new restricted employee shares.
- II. The list of employees entitled to the new restricted employee shares and the quantity of the shares will take into account of seniority, rank of position, position, work performance, overall contribution, special merit and other factors as reference, as well as the contribution to ESG participation, and the Company's overall operation planning and business development strategies, for the formulation of distribution standards. After being approved by the Chairman, it is submitted to the Audit Committee and the Board of Directors for resolutions. However, directors who are managerial officers and employees shall first obtain the approval of the Remuneration Committee before submitting for the resolution by the Board of

Directors. Employees who are not directors nor managerial officers shall first obtain the approval of the Audit Committee.

- III. Members of the Remuneration Committee and members of the Board of Directors who are not employees are not qualified for the allocation.
- IV. The cumulative number of shares which could be subscribed by the employee stock options issued by the Company to any employee in accordance with Paragraph 1, Article 56-1 of the FSC Regulations, together with the new restricted employee shares obtained by the same employee, shall not exceed 0.3% of the outstanding number of shares. The above amount, plus the cumulative number of shares which could be subscribed by the employee stock options issued by the Company to any employee in accordance with Paragraph 1, Article 56 of the FSC Regulations, shall not exceed 1% of the outstanding shares. However, with special approval from the central competent authority of the relevant industry, the total number of employee stock options and new restricted employee shares obtained by a single employee may be exempted from the above-mentioned restriction. If the competent authority updates the relevant regulations, the updated laws and regulations and the regulations of the competent authority shall be complied with.

Article 6 Restricted rights after allocation of new shares before the vesting conditions are met

- I. After receiving the new shares and before meeting the vesting conditions, other than inheritance, such employees shall not sell, pledge, transfer, give to others, set up or dispose of such restricted employee shares in any other means.
- II. After receiving the new shares and before meeting the vesting conditions, the rights to attend the shareholders' meeting, to make proposals, to speak, to cast vote and to vote, are the same as the common shares already issued by the Company, and shall be exercised in accordance with the agreement agreed by the trust custodian.
- III. Before the vesting conditions are met, the other rights of the new restricted employee shares allocated to employees in accordance with the Regulations include but are not limited to: dividends, share dividends, rights of distribution from legal reserves and capital reserves, right of share subscription for cash capital increase, among other things, are identical to the common shares issued by the Company, and the relevant procedures are implemented in accordance with the agreement of the trust custodian.
- IV. During the period of the date of book closure for the Company's share dividends, date of book closure for cash dividends, date of book closure of share subscription for cash capital increase, date of book closure for the shareholders' meeting under Paragraph 3, Article 165 of the Company Act, or any other statutory dates of book closure due to occurrence, until the base date of right distribution, if any employee meets the vesting conditions, the the time and procedure for releasing the restrictions on their vested shares shall comply with the agreement of the trust custodian or relevant laws and regulations.

Article 7 Agreements for Trust and Custody

- I. Upon issuance of new restricted employee shares, the shares shall be held in share trust by custodian. In addition, before the vesting conditions are met, employees may not request the trust custodian to return the new restricted employee shares for any reason or method.
- II. While new restricted employee shares are placed in trust under custody, the Company or a agent designated by the Company, shall have full discretion on behalf of the employees (including but not limited to) to negotiate, sign, amend, extend, release, and terminate of the agreement of trust under custody, and deliver, use, and dispose of trusted property.

Article 8 Contract Execution and Confidentiality

- I. Employees allocated with the new restricted employee shares, must sign the "Consent Form for Receipt of the New Restricted Employee Shares" upon the notice of the Company's unit in charge, and complete the related procedures for trust and custody, to be deemed as the new restricted employee shares are obtained. Those who fail to sign the relevant documents as required shall be deemed to have waived the new restricted employee shares.
- II. The employees and any holder of new restricted employee shares and derivative interests obtained through the Regulations, shall comply with these Regulations and the provisions of the "Consent Form for Receipt of the New Restricted Employee Shares." Any violation shall be deemed as not meeting the

vesting conditions. The Company's salary confidentiality requirements shall be complied with, where it is prohibited to inquire of others about or disclose the content and quantity of the new restricted employee shares allocated, or inform others of the relevant content and personal rights of the issuance. In case of violation, the Company has the right to recover the new restricted employee shares not meeting the vesting conditions pursuant to laws at the issue price and cancelled them.

Article 9 Taxation

The taxation related to the new restricted employee shares allocated with the Regulations shall comply with the tax laws of R.O.C. at the time.

Article 10 Implementation and Amendment

- I. The Regulations shall be approved by a board meeting where two third or more of the directors attended and over half of the attending directors voted for approval of the Regulations, and shall also be approved by a shareholders meeting, filed to the competent authority for approval of being effective. If upon amendments to laws and regulations, or requirement of review by the competent authority, any amendment is necessary, the Chairman is authorized to amend the Regulations. The issuance can only be made after being ratified by the board meeting.
- II. Any other matter not stipulated above in the Regulations, unless otherwise specified by laws or regulations, the Board of Directors or its authorized persons are authorized with full discretion to amend or implement such.
- III. These Regulations were stipulated on May 8, 2024.

[Attachment 7]

Independent Auditors' Report

Super Dragon Technology Co., Ltd. is hereby submitted for your review.

Audit opinion

The Consolidated Balance Sheets of Super Dragon Technology Co., Ltd. and its subsidiaries as of December 31, 2023 and December 31, 2022, and the Consolidated Comprehensive Profit and Loss Statement, Consolidated Statement of Changes in Equity and Consolidated Statement of Cash Flows for the periods from January 1 to December 31, 2023 and January 1 to December 31, 2022, And the Notes to the Consolidated Financial Statements (including the summary of significant accounting policies) have been verified by the Accountant.

In the opinion of the Accountant based on our audit results and the independent audit reports by others (please refer to the other matter paragraph), the above Consolidated Financial Statements have been prepared in all material respects in accordance with Financial Reporting Standards for Securities Issuers and International Financial Reporting Standards, International Accounting Standards, interpretations and explanatory notices approved and issued in force by the Financial Regulatory Commission. It is sufficient to express the consolidated financial position of Super Dragon Technology Co., Ltd. and its subsidiaries as of December 31, 2023 and December 31, 2022, and the consolidated financial performance and consolidated cash flows of Super Dragon Technology Co., Ltd. from January 1 to December 31, 2023 and January 1 to December 31, 2022.

Basis of Audit Opinion

The Accountant perform the audit work in accordance with Rules Governing Auditing and Certification of Financial Statements by Certified Public Accountants and Audit Standard. The responsibilities of the Accountant under these standards will be further explained in the section of the accountant's responsibilities for checking the financial statements. In accordance with the professional ethics code of accountants, the staff of the firm to which the Accountant belongs has maintained independence from Super Dragon Technology Co., Ltd. and its subsidiaries, and fulfilled other responsibilities under the code. Based on the audit results of our accountants and the audit reports of other accountants, we are of the opinion that sufficient and appropriate audit evidence has been obtained in order to be served as the basis for expressing the audit opinion.

Key audit items

Key audit items refer to the items that are the most important in the audit of the 2023 Consolidated Financial Statements of Super Dragon Technology Co., Ltd. and its subsidiaries in accordance with the professional judgment of the accountant. Such matters have been taken into account in the audit of the consolidated financial statements as a whole and in the formation of the examination opinion, and the Accountant does not express an opinion on such matters alone.

Recognition of revenue

The operating income of Super Dragon Technology Co., Ltd. and its subsidiaries in 2023 is NT\$1,140,082 thousand, which is material to the Consolidated Financial Statements. Due to the complexity and particularity of the transaction of the environmental protection industry operated by the Group and its sales locations including Taiwan, Hong Kong and other multinational markets, As a result, the time and amount of sales revenue recognition are significantly risky, so the accountant decides to list revenue recognition as its key audit item. The audit procedures of the Accountant include (but are not limited to) understanding various sales models, evaluating the reasonability of accounting policies for revenue recognition related to performance obligations under each model, including reviewing the transaction conditions of the parties, testing the effectiveness of internal controls related to the time point of revenue recognition of performance obligations in the sales cycle, and performing detailed tests on selected samples of sales details, including checking the original orders or sales contracts of

major customers and other sales documents, reviewing the transaction conditions and confirming whether the revenue recognition time of each performance obligation is consistent with the performance obligations and satisfaction time set forth in the contract or order, and performing the verification procedures such as sales revenue cut-off test and significant sales return and discount after the review period for a period of time before and after the balance sheet date. The accountant also considers the appropriateness of the disclosure of operating income in Notes 4 and 6 to the Consolidated Financial Statements.

Valuation of inventories

The net inventory of Super Dragon Technology Co., Ltd. and its subsidiaries as of December 31, 2023 was NT\$346,334 thousand, accounting for 12% of the total assets, which is material to the Consolidated Financial Statements. As most of the inventories are gold, platinum and silver, in addition to the complex management of asset preservation and the need for close control, these precious metals are vulnerable to frequent and large price changes in the international market, and their inventory storage patterns are also diversified. These factors affect the complexity of the calculation of net realization and involved management personnel's judgement. Therefore, the Accountant has determined that valuation of inventory is a key audit item. The audit procedures of the accountant include (but are not limited to) the execution of the evaluation of the inventory plan of the management level, the selection of major inventory items to test the effective implementation of its internal control and the confirmation of inventory quantity and status. Select samples to test and evaluate the net realized value estimated by management personnel for valuation of inventory (including the determination of inventory quantity in process), etc. The accountant also considers the appropriateness of the disclosure of inventory in Notes 5 and 6 to the Consolidated Financial Statements.

Other Matters - Audits by other Certified Public Accountants

Included in the consolidated financial statements of Super Dragon Technology Co., Ltd and its subsidiaries, the financial statements of some of the investees under the equity method have not been audited by us but by other CPAs. Therefore, our opinion on the consolidated financial statements relating to the amounts listed in the financial statements of these investees is based on the reports of other independent auditors. The investment in these investee companies accounted for using the equity method for NT\$172,976 thousand, representing 6% of the consolidated total assets; Between January 1 to December 31, 2023, the share of profit or loss of the affiliated companies and joint ventures accounted for using the equity method was NT\$4,893 thousand, accounting for (6)% of the consolidated net loss before tax. The share of other comprehensive income from affiliated companies recognized using the equity method and from joint ventures was NT\$0 thousand, representing 0% of the consolidated other comprehensive income, net.

Responsibilities of management personnel and governance unit for Consolidated Financial Statements

It is the responsibility of management personnel to prepare Consolidated Financial Statements as may be expressed in accordance with the financial reporting standards of securities issuers and international Financial Reporting Standards, International Accounting Standards, interpretations and explanatory notices approved and issued by the Financial Supervisory Commission, and to maintain the necessary internal control related to the preparation of Consolidated Financial Statements. To ensure that the Consolidated Financial Statements are free from material misrepresentation due to fraud or error.

In preparing the consolidated financial statements, management's responsibility also includes evaluating the ability of Super Dragon Technology Co., Ltd. and its subsidiaries to continue as a going concern, disclosure of related matters, and adoption of a going concern accounting basis, unless management intends to liquidate Super Dragon Technology Co., Ltd. and its subsidiaries or cease business, or no practicable alternative other than liquidation or suspension of business.

The governance unit of Super Dragon Technology Co., Ltd. and its subsidiaries should be responsible for supervising the process of financial reporting.

Accountant's responsibilities of auditing the Consolidated Financial Statements

The purpose of Accountant's audit of the Consolidated Financial Statement is to obtain reasonable assurance as to whether the Consolidated Financial Statement as a whole certain material misrepresentations due to fraud or error, and to issue a verification report. Reasonable assurance is a high degree of assurance, but there is no guarantee that an audit conducted in accordance with the audit standards will detect a material misrepresentation in the consolidated financial statements. Misrepresentation may lead to fraud or error. Misrepresentations of individual amounts or aggregate amounts are considered material if they can reasonably be expected to affect economic decisions made by users of the Consolidated Financial Statements.

The Accountant uses professional judgement and professional skepticism when auditing in accordance with Auditing Standards. The Accountant also performs the following duties:

- I. Identify and assess the risk of material misrepresentation due to fraud or error in the Consolidated Financial Statements; Design and implement appropriate responses to the risks assessed; And obtain sufficient and appropriate audit evidence to form a basis for the audit opinion. Because fraud may involve collusion, forgery, willful omission, misrepresentation, or overstepping internal controls, the risk of failing to detect material misrepresentation due to fraud is higher than that due to error.
- II. Obtain the necessary understanding of the internal controls relevant to the audit in order to design audit procedures appropriate for the circumstances, provided that the purpose is not to express an opinion on the effectiveness of the internal controls of Super Dragon Technology Co., Ltd. and its subsidiaries.
- III. Evaluate the appropriateness of the accounting policies, and the reasonability of accounting estimate and related disclosure which the management personnel adopted.
- IV. According to the obtained audit evidence, conclude the appropriateness of management personnel's adoption of the accounting basis for a going concern, and conclude the events or conditions whether there is a material uncertainty about the ability of Super Dragon Technology Co., Ltd. and its subsidiaries to continue as a going concern. In the opinion of the Accountant, if there is material uncertainty of the event and condition, I should alert users of the Consolidated Financial Statements to the relevant disclosure of Consolidated Financial Statements in the audit report or amend the audit opinion if such disclosure is inappropriate. The conclusions of the Accountant is based on the audit evidence available as of audit report date. However, future events or conditions may cause Super Dragon Technology Co., Ltd. and its subsidiaries to no longer be able to continue as a going concern.
- V. Evaluate whether the related transaction and events in the overall expression, structure and content of Consolidated Financial Statements (including related Notes), and Consolidated Financial Statements are expressed appropriately.
- VI. Obtain the adequate and appropriate audit evidence of the consolidated financial information to issue the opinions about the Consolidated Financial Statements. The accountant is responsible for the guidance, supervision and execution of group audit cases, and the formation of group audit opinions.

The matters communicated by the accountant with the governing unit include the planned scope and timing of the audit and significant audit findings (including significant lack of internal control identified during the audit).

The accountant also provides the governing unit with a statement that the personnel of the accounting firm subject to the independence code have complied with the Independence Code of Professional Ethics for Accountants, and communicates with the governing body all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of accountants.

Based on the matters communicated with the governance unit, the Accountant decides the key matters for the audit of the 2023 consolidated financial statements of Super Dragon Technology Co., Ltd and its subsidiaries. The Accountant states such matters in the audit report, unless public disclosure of a particular matter is prohibited by statute, or in very rare circumstances, the Accountant decides not to communicate a particular matter in the audit report because it can reasonably be expected that the negative impact of such communication will outweigh the

public interest enhanced.

Others

Super Dragon Technology Co., Ltd. has prepared the Parent Company Only Financial Reports of 2023 and 2022, and the accountant has issued an unqualified opinion plus other matters paragraph and an unqualified opinion audit report, respectively, for reference.

Ernst & Young Accounting Firm

The competent authority approve the public issuance of the Company's financial reports

Audit Document No.: (2014) Jin Guan Zheng Shen Zi No. 1030025503

(2012) Jin Guan Zheng Shen Zi No. 1110348358

Ching-Piao, Cheng

鄭清



Certified Public Accountant:

Cheng-Wei Lin

林政



March 14, 2024

Super Dragon Technology Co., Ltd. and Its Subsidiaries

Consolidated balance sheet

December 31, 2023 and 2022

(Unit: NT\$ thousand)

Assets		December 31, 2023		December 31, 2022	
		Amount	%	Amount	%
Code	Accounting title		Note		
	Current asset				
1100	Cash and cash equivalents	\$96,281	4 and 6.1	\$185,797	6
1136	Financial assets at amortized cost	73,267	4, 6.3, and 8	87,314	3
1150	Notes receivable, net	47	4 and 6.4	-	-
1170	Accounts receivable, net	28,954	4 and 6.5	29,907	1
1200	Other receivables	528		7,282	-
1310	Inventory, net	346,334	4 and 6.6	447,366	16
1410	Prepayments	10,492		6,649	-
1470	Other current assets	3,373		3,014	-
11xx	Total current assets	559,276		767,329	26
	Non-current assets				
1517	Financial assets at fair value through other comprehensive income	9,333	4 and 6.2	9,333	-
1513	Financial assets at amortized cost	593	4, 6.3, and 8	588	-
1550	Investments using the equity method	201,531	4 and 6.7	14,684	1
1600	Property, plant and equipment	1,900,908	4, 6.8, and 8	1,937,342	68
1755	Right-of-use assets	23,838	4, 6.21, and 7	23,523	1
1760	Investment Property	57,072	4, 6.9, and 8	59,269	2
1840	Deferred tax assets	22,038	4 and 6.25	22,038	1
1900	Other non-current assets	50,262	6.10 and 8	35,063	1
15xx	Total non-current assets	2,265,575		2,101,840	74
1xxx	Total assets	\$2,824,851		\$2,869,169	100

(See notes to consolidated financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tse-Hui Chen

Super Dragon Technology Co., Ltd. and Its Subsidiaries
 Consolidated Balance Sheet (continued)
 December 31, 2021 and 2022
 (Unit: New Taiwan dollars)

Code	Liabilities and equity Accounting title	Note	December 31, 2023		December 31, 2022	
			A Amount	%	A Amount	%
2100	Current liabilities					
2130	Short-term borrowings	4, 6.1.1, and 8	\$610,000	22	\$720,000	25
2150	Contract liabilities	4 and 6.1.9	1,436	-	-	-
2170	Notes payable		-	-	17,320	1
2200	Accounts payable		3,955	-	29,196	1
2280	Other payables	4 and 6.1.2	44,868	2	42,804	2
2300	Lease liabilities	4 and 6.2.1	8,155	-	5,743	-
2320	Other current liabilities	4 and 6.1.3	7,738	-	5,648	-
21xx	Long-term borrowings due within one year or one business cycle	6.1.6	88,689	3	76,689	3
	Total current liabilities		764,841	27	897,400	32
2540	Non-current liabilities					
2570	Long-term borrowings	6.1.6 and 8	704,578	25	526,267	18
2580	Deferred tax liabilities	4 and 6.2.5	5,276	-	5,753	-
2600	Lease liabilities	4 and 6.2.1	4,921	-	9,460	-
25xx	Other non-current liabilities	4, 6.1.4, and 6.1.5	32,447	1	33,854	1
	Total non-current liabilities		747,222	26	575,334	19
2xxx	Total liabilities		1,512,063	53	1,472,734	51
31xx	Equity attributable to owners of parent company					
3100	Share capital	6.1.8				
3110	Common shares		1,032,082	37	1,032,082	36
3200	Capital surplus	6.1.8	958,405	34	958,405	34
3300	Retained earnings	6.1.8		-		
3350	Undistributed earnings (deficit to be offset)		(661,103)	(23)	(579,364)	(20)
3400	Other equity interest		(16,596)	(1)	(14,688)	(1)
3xxx	Total equity		1,312,788	47	1,396,435	49
	Total liabilities and equity		\$2,824,851	100	\$2,869,169	100

(See notes to consolidated financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tse-Hui Chen

Super Dragon Technology Co., Ltd. and Its Subsidiaries
Consolidated Statement of Comprehensive Income
For the Years Ended December 31, 2023 and 2022
(Unit: NT\$ thousand, except for earnings per share)

Code	Item	Note	2023		2022	
			Amount	%	Amount	%
4000	Operating revenue	4 and 6.19	\$1,140,082	100	\$1,161,908	100
5000	Operating cost		(1,100,525)	(97)	(1,160,569)	(100)
5900	Gross profit (loss)		39,557	3	1,339	-
6000	Operating expense		(4,117)	-	(5,507)	-
6100	Selling expense		(105,179)	(9)	(92,962)	(8)
6200	Administrative expenses		(4,503)	-	(2,424)	-
6300	Research and development expenses		-	-	-	-
6450	Expected credit impairment (loss) gain	4 and 6.20	(113,799)	(9)	(100,893)	(8)
6900	Total operating expenses		(74,242)	(6)	(99,554)	(8)
7000	Operating loss		-	-	-	-
7000	Non-operating income and expenses		19,134	2	16,873	2
7010	Other income	6.23	538	-	4,297	-
7020	Other gains and losses	6.23 and 10	(31,233)	(3)	(20,117)	(2)
7050	Financial costs	6.23	4,064	-	(316)	-
7070	Share of profit or loss of associates or joint ventures recognized using the equity method		(7,497)	(1)	737	-
7900	Total non-operating income and expenses		(81,739)	(7)	(98,817)	(8)
7950	Net profit (loss) before tax	4 and 6.25	-	-	-	-
7950	Income tax (expense) benefit	6.24	(81,739)	(7)	(98,817)	(8)
8200	Net income (loss) for this period		-	-	-	-
8300	Other comprehensive income		(81,739)	(7)	(98,817)	(8)
8310	Items not reclassified to profit or loss		-	-	844	-
8311	Remeasurement of the defined benefit plan		-	-	-	-
8360	Items that may be subsequently reclassified to profit or loss		(2,385)	-	2,530	-
8361	Exchange differences arising from the translation of the financial statements of foreign operations		477	-	(506)	-
8399	Income taxes related to components of other comprehensive income		(1,908)	-	2,868	-
8500	Other comprehensive income for this period (net of tax)		\$(83,647)	(7)	\$(95,949)	(8)
8500	Total comprehensive income of the current period		-	-	-	-
8600	Net income (loss) attributable to:		\$(81,739)	(7)	\$(98,817)	(8)
8610	Owners of the parent company		-	-	-	-
8620	Non-controlling interests		\$(81,739)	(7)	\$(98,817)	(8)
8700	Total comprehensive income attributable to:		\$(83,647)	(7)	\$(95,949)	(8)
8710	Owners of the parent company		-	-	-	-
8720	Non-controlling interests		\$(83,647)	(7)	\$(95,949)	(8)
9750	Basic earnings (losses) per share (NTD)	6.27	\$(0.79)	-	\$(0.96)	-
9850	Diluted earnings (losses) per share (NTD)	6.27	\$(0.79)	-	\$(0.96)	-

(See notes to consolidated financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu

Chief Accounting Officer: Tse-Hui Chen



Super Dragon Technology Co., Ltd. and Its Subsidiaries
Statement of Changes in Equity
For the Years Ended December 31, 2023 and 2022
(Unit: NTD thousand)

Code	Item	Equity attributable to owners of the parent company				Total equity
		Share capital	Capital surplus	Retained earnings	Other equity items	
				Undistributed earnings (deficit to be offset)	Exchange differences arising from the translation of the financial	
		3100	3200	3350	3410	3XXX
A1	Balance on January 1, 2022	\$1,032,082	\$958,405	\$(481,391)	\$(16,712)	\$1,492,384
D1	Net loss for 2022			(98,817)		(98,817)
D3	Other comprehensive income for 2022			844	2,024	2,868
Z1	Balance on December 31, 2022	1,032,082	958,405	(579,364)	(14,688)	1,396,435
D1	2023 net loss			(81,739)		(81,739)
D3	Other comprehensive income for 2023			-	(1,908)	(1,908)
Z1	Balance as of December 31, 2023	\$1,032,082	\$958,405	\$(661,103)	\$(16,596)	\$1,312,788

(See notes to consolidated financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tse-Hui Chen

Super Dragon Technology Co., Ltd. and Its Subsidiaries
Cash Flow Statement
For the Years Ended December 31, 2023 and 2022
(Unit: NT\$ thousand)

Code	Item	2023	2022	Code	Item	2023	2022
AAAA	Cash flow of operating activities:			BBBB	Cash flow of investing activities:		
A10000	Net loss before tax	\$(81,739)	\$(98,817)	B00010	Acquisition of financial assets at fair value through other comprehensive income	-	(6,000)
A20000	Adjustments:			B00060	Decrease (increase) in financial assets at amortized cost	14,042	(1,628)
A20010	Income or expenses that do not affect cash flows:			B01800	Acquisition of investments using the equity method	(191,700)	(15,000)
A20100	Depreciation expenses (including investment property and right-of-use assets)	64,223	60,528	B01900	Disposal of investment under equity method	11,340	-
A20900	Interest expense	31,233	20,117	B02000	Increase in prepayments for investments	(31,255)	-
A21200	Interest income	(3,929)	(1,886)	B02700	Acquisition of property, plant and equipment	(19,260)	(39,960)
A21300	Dividend income	-	(277)	B02800	Disposal of property, plant and equipment	304	47
A22300	Share of profit or loss of associates or joint ventures recognized using the equity method	(4,064)	316	B03800	Decrease (increase) in guarantee deposits paid	14,977	(3,860)
A22500	Gain on disposal of property, plant and equipment	(289)	(47)	BBBB	Net cash inflows (outflows) from investing activities	(201,552)	(66,401)
A23100	Disposal of investment gains	(2,423)	-				
A29900	Government grants	(207)	(207)	CCCC	Cash flow of financing activities:		
A30000	Changes in assets/liabilities related to operating activities:			C00100	(Repayment of) short-term borrowings	(110,000)	108,027
A31130	Decrease (increase) in notes receivable	(47)	1,262	C01600	Long-term borrowings	268,000	82,580
A31150	Decrease (increase) in accounts receivable	953	(83)	C01700	Repayment of long-term borrowings	(77,689)	(112,912)
A31180	Decrease (increase) in other receivables	7,011	(118)	C03000	Repayment of lease principal	(7,740)	(2,595)
A31200	Decrease (increase) in inventory, net	101,032	25,795	CCCC	Net cash inflows (outflows) from financing activities	72,571	75,100
A31230	Decrease (increase) in prepayments	(3,843)	38,304				
A31240	Decrease (increase) in other current assets	(1,617)	672	DDDD	Effects of changes in exchange rates	(1,303)	1,588
A32125	Increase (decrease) in contract liabilities	1,436	-				
A32130	Increase (decrease) in notes payable	(17,320)	3,085	EEEE	Increase (decrease) in cash and cash equivalents during this period	(89,516)	49,393
A32150	Increase (decrease) in accounts payable	(25,241)	(5,922)	E00100	Opening balance of cash and cash equivalents	185,797	136,404
A32180	Increase (decrease) in other payables	1,790	(3,256)	E00200	Ending balance of cash and cash equivalents	\$96,281	\$185,797
A32230	Increase (decrease) in other current liabilities	2,090	(238)				
A32240	Increase (decrease) in net defined benefit liability	-	7,765				
A32250	Increase (decrease) of long-term advance rent received	(1,200)	9,700				
A33000	Cash inflows (outflows) from operations	67,849	56,693				
A33100	Interest received	3,929	1,886				
A33200	Dividends received	-	277				
A33300	Interest paid	(30,753)	(19,903)				
A33500	Income tax refund (payment)	(257)	153				
AAAA	Net cash inflows (outflows) from operating activities	40,768	39,106				

(See notes to consolidated financial statements)

Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tse-Hui Chen



Independent Auditors' Report

Super Dragon Technology Co., Ltd. is hereby submitted for your review.

Audit opinion

The Parent Company Only Balance Sheets of Super Dragon Technology Co., Ltd. as of December 31, 2023 and December 31, 2022, and the Parent Company Only Comprehensive Profit and Loss Statement, Parent Company Only Statement of Changes in Equity and Parent Company Only Statement of Cash Flows for the periods from January 1 to December 31, 2023 and January 1 to December 31, 2022, And the Notes to the Parent Company Only Financial Statements (including the summary of significant accounting policies) have been verified by the Accountant.

In the opinion of the Accountant based on our audit results and the independent audit reports by others (please refer to the other matter paragraph), the above Parent Company Only Financial Statements have been prepared in all material respects in accordance with Financial Reporting Standards for Securities Issuers. It is sufficient to express the Parent Company Only financial position of Super Dragon Technology Co., Ltd. and its subsidiaries as of December 31, 2023 and December 31, 2022, and the financial performance and cash flows of Super Dragon Technology Co., Ltd. from January 1 to December 31, 2023 and January 1 to December 31, 2022.

Basis of Audit Opinion

The Accountant perform the audit work in accordance with Rules Governing Auditing and Certification of Financial Statements by Certified Public Accountants and Audit Standard. The responsibilities of the Accountant under these standards will be further explained in the section of the accountant's responsibilities for checking the financial statements. In accordance with the professional ethics code of accountants, the staff of the firm to which the Accountant belongs has maintained independence from Super Dragon Technology Co., Ltd., and fulfilled other responsibilities under the code. Based on the audit results of our accountants and the audit reports of other accountants, we are of the opinion that sufficient and appropriate audit evidence has been obtained in order to be served as the basis for expressing the audit opinion.

Key audit items

Key audit items refer to the items that are the most important in the audit of the 2023 Parent Company Only Financial Statements of Super Dragon Technology Co., Ltd. in accordance with the professional judgment of the accountant. Such matters have been taken into account in the audit of the Parent Company Only Financial Statements as a whole and in the formation of the examination opinion, and the Accountant does not express an opinion on such matters alone.

Recognition of revenue

The operating income of Super Dragon Technology Co., Ltd. in 2023 is NT \$1,118,686 thousand, which is material to the Parent Company Only Financial Statements. Due to the complexity and particularity of the transaction of the environmental protection industry operated by the Company and its sales locations including Taiwan, Hong Kong and other multinational markets, As a result, the time and amount of sales revenue recognition are significantly risky, so the accountant decides to list revenue recognition as its key audit item. The audit procedures of the Accountant include (but are not limited to) understanding various sales models, evaluating the reasonability of accounting policies for revenue recognition related to performance obligations under each model, including reviewing the transaction conditions of the parties, testing the effectiveness of internal controls related to the time point of revenue recognition of performance obligations in the sales cycle, and performing detailed tests on selected samples of sales details, including checking the original orders or sales contracts of major customers and other sales documents, reviewing the transaction conditions and confirming whether the revenue recognition time of each performance obligation is consistent with the performance obligations and satisfaction time set forth in the contract or order, and performing the verification procedures such as sales revenue cut-off test and significant sales return and discount after the review period for a period of time before and after the balance sheet date. The accountant also considers the appropriateness of the disclosure of operating income in Notes 4 and 6 to the Parent Company Only Financial Statements.

Valuation of inventories

The net inventory of Super Dragon Technology Co., Ltd. as of December 31, 2023 was NT\$339,484 thousand, accounting for 12% of the total assets, which is material to the Parent Company Only Financial Statements. As most of the inventories are gold, platinum and silver, in addition to the complex management of asset preservation and the need for close control, these precious metals are vulnerable to frequent and large price changes in the international market, and their inventory storage patterns are also diversified. These factors affect the complexity of the calculation of net realization and involved management personnel's judgement. Therefore, the Accountant has determined that valuation of inventory is a key audit item. The audit procedures of the accountant include (but are not limited to) the execution of the evaluation of the inventory plan of the management level, the selection of major inventory items to test the effective implementation of its internal control and the confirmation of inventory quantity and status. Select samples to test and evaluate the net realized value estimated by management personnel for valuation of inventory (including the determination of inventory quantity in process), etc. The accountant also considers the appropriateness of the disclosure of inventory in Notes 5 and 6 to the Parent Company Only Financial Statements.

Other Matters - Audits by other Certified Public Accountants

Included in the parent company only financial statements of Super Dragon Technology Co., Ltd, the financial statements of some of the investments under the equity method have not been audited by us but by other CPAs. Therefore, our opinion on the parent company only financial statements relating to the amounts listed in the financial statements of these investees is based on the reports of other independent auditors. The investment accounted for using the equity method recognized for NT\$148,391 thousand, representing 5.32% of the parent company only total assets; Between January 1 to December 31, 2023, the share of profit or loss of the affiliated companies and joint ventures accounted for using the equity method was NT\$4,601 thousand, accounting for 5.63% of the parent company only net profit before tax. The share of other comprehensive income from affiliated companies recognized using the equity method and from joint ventures was NT\$0 thousand, representing 0% of the parent company only other comprehensive income, net.

Responsibilities of management personnel and governance unit for Parent Company Only Financial Statements

It is the responsibility of management to prepare Parent Company Only Financial Statements that are permitted to be expressed in accordance with the Financial Reporting Standards of Securities Issuers and to maintain such internal control as is necessary in connection with the preparation of Parent Company Only Financial Statements to ensure that the Parent Company Only Financial Statements are free from material misrepresentation due to fraud or error.

In preparing the Parent Company Only Financial Statements, management's responsibility also includes evaluating the ability of Super Dragon Technology Co., Ltd. to continue as a going concern, disclosure of related matters, and adoption of a going concern accounting basis, unless management intends to liquidate Super Dragon Technology Co., Ltd. or cease business, or no practicable alternative other than liquidation or suspension of business.

The governance unit of Super Dragon Technology Co., Ltd. should be responsible for supervising the process of financial reporting.

Accountant's responsibilities of auditing the Parent Company Only Financial Statements

The purpose of Accountant's audit of the Parent Company Only Financial Statement is to obtain reasonable assurance as to whether the Parent Company Only Financial Statements as a whole contain material misrepresentations due to fraud or error, and to issue a verification report. Reasonable assurance is a high degree of assurance, but there is no guarantee that an audit conducted in accordance with the audit standards will detect a material misrepresentation in the Parent Company Only Financial Statements. Misrepresentation may lead to fraud or error. Misrepresentations of individual amounts or aggregate amounts are considered material if they can reasonably be expected to affect economic decisions made by users of the Parent Company Only Financial Statements.

The Accountant uses professional judgement and professional skepticism when auditing in accordance with Auditing Standards. The Accountant also performs the following duties:

- I. Identify and assess the risk of material misrepresentation due to fraud or error in the Parent Company Only Financial Statements; Design and implement appropriate responses to the risks assessed; And obtain sufficient and appropriate audit evidence to form a basis for the audit opinion. Because fraud may involve collusion, forgery, willful omission, misrepresentation, or overstepping internal controls, the risk of failing to detect

material misrepresentation due to fraud is higher than that due to error.

- II. Obtain the necessary understanding of the internal controls relevant to the audit in order to design audit procedures appropriate for the circumstances, provided that the purpose is not to express an opinion on the effectiveness of the internal controls of Super Dragon Technology Co., Ltd.
- III. Evaluate the appropriateness of the accounting policies, and the reasonability of accounting estimate and related disclosure which the management personnel adopted.
- IV. According to the obtained audit evidence, conclude the appropriateness of management personnel's adoption of the accounting basis for a going concern, and conclude the events or conditions whether there is a material uncertainty about the ability of Super Dragon Technology Co., Ltd. to continue as a going concern. In the opinion of the Accountant, if there is material uncertainty of the event and condition, I should alert users of the Parent Company Only Financial Statements to the relevant disclosure of Parent Company Only Financial Statements in the audit report or amend the audit opinion if such disclosure is inappropriate. The conclusions of the Accountant is based on the audit evidence available as of audit report date. However, future events or conditions may cause Super Dragon Technology Co., Ltd. to no longer be able to continue as a going concern.
- V. Evaluate whether the related transaction and events in the overall expression, structure and content of Parent Company Only Financial Statements (including related Notes), and Parent Company Only Financial Statements are expressed appropriately.
- VI. Obtain the adequate and appropriate audit evidence of the parent company only financial information to issue the opinions about the Parent Company Only Financial Statements. The accountant is responsible for the guidance, supervision and execution of group audit cases, and the formation of group audit opinions.

The matters communicated by the accountant with the governing unit include the planned scope and timing of the audit and significant audit findings (including significant lack of internal control identified during the audit).

The accountant also provides the governing unit with a statement that the personnel of the accounting firm subject to the independence code have complied with the Independence Code of Professional Ethics for Accountants, and communicates with the governing body all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of accountants.

Based on the matters communicated with the governance unit, the Accountant decides the key matters for the audit of the 2023 Parent Company Only Financial Statements of Super Dragon Technology Co., Ltd. The Accountant states such matters in the audit report, unless public disclosure of a particular matter is prohibited by statute, or in very rare circumstances, the Accountant decides not to communicate a particular matter in the audit report because it can reasonably be expected that the negative impact of such communication will outweigh the public interest enhanced.

Ernst & Young Accounting Firm

The competent authority approve the public issuance of the Company's financial reports

Audit Document No.: (2014) Jin Guan Zheng Shen Zi No. 1030025503

(2012) Jin Guan Zheng Shen Zi No. 1110348358

Ching-Piao, Cheng

鄭 清



Certified Public Accountant:

Cheng-Wei Lin

林 政



March 14, 2024



Super Dragon Technology Co., Ltd.
Parent Company 80% Balance Sheet
December 31, 2023 and 2022
(Unit: NT\$ thousand)

Assets		December 31, 2023		December 31, 2022		
Code	Accounting title	Note	amount	%	amount	%
	Current assets					
1100	Cash and cash equivalents	4 and 6.1	\$36,409	1	\$98,624	4
1136	Financial assets at amortized cost	4, 6.3, and 8	72,566	3	86,602	3
1150	Notes receivable, net	4 and 6.4	47	-	-	-
1170	Accounts receivable, net	4 and 6.5	28,954	1	29,907	1
1200	Other receivables		528	-	152	-
1310	Inventory, net	4 and 6.6	339,484	12	435,979	15
1410	Prepayments		9,788	-	5,888	-
11XX	Total current assets		487,776	17	657,152	23
	Non-current assets					
1517	income	4 and 6.2	9,333	-	9,333	-
1550	Investments using the equity method	4 and 6.7	468,850	17	322,000	11
1600	Property, plant and equipment	4, 6.8, and 8	1,678,833	60	1,712,915	61
1755	Right-of-use assets	4, 6.20, and 7	16,732	1	16,052	1
1760	Investment Property	4, 6.9, and 8	57,072	2	59,269	2
1840	Deferred tax assets	4 and 6.24	21,938	1	21,938	1
1900	Other non-current assets	6, 10 and 8	48,901	2	30,715	1
15XX	Total non-current assets		2,301,659	83	2,172,222	77
1XXX	Total assets		\$2,789,435	100	\$2,829,374	100

(See notes to parent company only financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tze-Hui Chen



Super Dragon Technology Co., Ltd.
Parent Company Only Balance Sheet (continued)
December 31, 2023, and 2022
(Unit: NT\$ thousand)

Code	Liabilities and equity Accounting title	Note	December 31, 2023		December 31, 2022	
			amount	%	amount	%
	Current liabilities					
2100	Short-term borrowings	6.11 and 8	\$610,000	22	\$720,000	25
2130	Contract liabilities	4 and 6.18	1,436	-	-	-
2150	Notes payable		-	-	17,320	1
2170	Accounts payable		3,955	-	27,904	1
2200	Other payables	6.12	46,403	2	43,521	2
2220	Other payables - related parties	7	-	-	201	-
2280	Lease liabilities	4 and 6.20	8,155	-	5,743	-
2300	Other current liabilities		2,287	-	661	-
2320	Long-term borrowings due within one year or one business cycle	6.15	86,955	3	74,955	3
21XXX	Total current liabilities		759,191	27	890,305	32
	Non-current liabilities					
2540	Long-term borrowings	6.15 and 8	683,634	25	503,589	18
2570	Deferred tax liabilities	4 and 6.24	5,276	-	5,753	-
2580	Lease liabilities	4 and 6.20	4,921	-	9,460	-
2600	Other non-current liabilities	4, 6.13, and 6.14	23,625	1	23,832	1
25XXX	Total non-current liabilities		717,456	26	542,634	19
2XXX	Total liabilities		1,476,647	53	1,432,939	51
	Equity attributable to owners of the parent company					
3100	Share capital					
3110	Common shares	6.17	1,032,082	37	1,032,082	36
3200	Capital surplus	6.17	958,405	34	958,405	34
3300	Retained earnings	6.17				
3350	Undistributed earnings (deficit to be offset)		(661,103)	(23)	(579,364)	(20)
3400	Other equity interest		(16,596)	(1)	(14,688)	(1)
3XXX	Total equity		1,312,788	47	1,396,435	49
	Total liabilities and equity		\$2,789,435	100	\$2,829,374	100



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu

(See notes to parent company only financial statements)



Chief Accounting Officer: Tze-Hui Chen

Super Dragon Technology Co., Ltd.
Parent Company Only
Statement of Comprehensive Income
January 1 to December 31, 2023
January 1 to December 31, 2022
(Unit: NT\$ thousand, except for earnings per share)

Code	Item	Note	2023		2022	
			Amount	%	Amount	%
4000	Net operating revenue	4 and 6.18	\$1,118,686	100	\$1,118,454	100
5000	Operating cost		(1,082,466)	(97)	(1,119,171)	(100)
5900	Gross profit (loss)		36,220	3	(717)	-
6000	Operating expense					
6100	Selling expense		(4,117)	-	(5,342)	-
6200	Administrative expenses		(85,198)	(8)	(72,938)	(7)
6300	Research and development expenses		(4,503)	-	(2,424)	-
	Total operating expenses		(93,818)	(8)	(80,704)	(7)
6900	Operating income (loss)		(57,598)	(5)	(81,421)	(7)
7000	Non-operating income and expenses	6.22				
7010	Other income		16,257	1	14,028	1
7020	Other gains and losses		(531)	-	4,603	-
7050	Financial costs		(30,612)	(2)	(19,603)	(2)
7070	Share of profit or loss of subsidiaries, associates, or joint ventures recognized using the equity method		(9,255)	(1)	(16,424)	(1)
	Total non-operating income and expenses		(24,141)	(2)	(17,396)	(2)
7900	Net profit (loss) before tax		(81,739)	(7)	(98,817)	(9)
7950	Tax benefit (expense)	4 and 6.24	-	-	-	-
8200	Net income (loss) for this period		(81,739)	(7)	(98,817)	(9)
8300	Other comprehensive income	6.23				
8310	Items not reclassified to profit or loss					
8311	Remeasurement of the defined benefit plan		-	-	844	-
8331	Remeasurement of defined benefit plans of subsidiaries, associates, and joint ventures		-	-	-	-
8360	Items that may be subsequently reclassified to profit or loss					
8381	Exchange differences arising from the translation of the financial statements of foreign operations of subsidiaries, associates, and joint ventures		(2,385)	-	2,530	-
8399	Income taxes related to items that may be reclassified to profit or loss		477	-	(506)	-
	Other comprehensive income for this period (net of tax)		(1,908)	-	2,868	-
8500	Total comprehensive income of the current period		\$(83,647)	(7)	\$(95,949)	(9)
9750	Basic earnings (losses) per share (NTD)		\$(0.79)		\$(0.96)	
9850	Diluted earnings (losses) per share (NTD)	6.25	\$(0.79)		\$(0.96)	

(See notes to parent company only financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tze-Hui Chen


Super Dragon Technology Co., Ltd.
Parent Company Only Statement of Changes in Equity
 January 1 to December 31, 2023
 January 1 to December 31, 2022
 (Unit: NTD thousand)

Code	Item	Share capital	Capital surplus	Retained earnings		Other equity items		Total
				Undistributed earnings (deficit to be offset)	Exchange differences arising from the translation of the	Exchange differences arising from the translation of the		
		3100	3200	3350	3410	31XX		
A1	Balance on January 1, 2022	\$1,032,082	\$958,405	\$(481,391)	\$(16,712)	\$1,492,384		
D1	Net loss for 2022			(98,817)		(98,817)		
D3	Other comprehensive income for 2022			844	2,024	2,868		
Z1	Balance on December 31, 2022	1,032,082	958,405	(579,364)	(14,688)	1,396,435		
D1	2023 net loss			(81,739)		(81,739)		
D3	Other comprehensive income for 2023			-	(1,908)	(1,908)		
Z1	Balance as of December 31, 2023	\$1,032,082	\$958,405	\$(661,103)	\$(16,596)	\$1,312,788		

(See notes to parent company only financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tze-Hui Chen

Super Dragon Technology Co., Ltd.
Parent Company Only Cash Flow Statement
January to December 31, 2023
January to December 31, 2022
 (Unit: NT\$ thousand)

Code	Item	2023	2022	Code	Item	2023	2022
AAAA	Cash flow of operating activities:			BBBB	Cash flow of investing activities:		
A00010	Net loss before tax	\$ (81,739)	\$ (98,817)	B00010	Acquisition of financial assets at fair value through other comprehensive income	-	(6,000)
A20000	Adjustments:			B00060	Decrease (increase) in financial assets at amortized cost	14,036	(1,037)
A20010	Income or expenses that do not affect cash flows:			B01800	Acquisition of investments using the equity method	(164,700)	-
A20100	Depreciation expenses (including investment property)	55,685	52,539	B01900	Disposal of investment under equity method	7,851	-
A20900	Interest expense	30,612	19,603	B02000	Increase in prepayments for investments	(31,255)	-
A21200	Interest income	(3,304)	(159)	B02700	Acquisition of property, plant and equipment	(15,204)	(29,910)
A21300	Dividend income	-	(277)	B02800	Disposal of property, plant and equipment	-	47
A22300	Share of profit or loss of subsidiaries, associates, or joint ventures recognized using the equity method	9,255	16,424	B03800	Decrease (increase) in guarantee deposits paid	14,852	(3,405)
A22500	Disposal of property, plant and equipment losses (gains)	-	(47)	BBBB	Net cash inflows (outflows) from investing activities	(174,420)	(40,295)
A23100	Disposal of investment gains	(1,641)	-				
A29900	Government grants	(207)	(207)	CCCC	Cash flow of financing activities:		
A30000	Changes in assets/liabilities related to operating activities:			C00100	Increase (decrease) in short-term borrowings	(110,000)	117,000
A31130	Decrease (increase) in notes receivable	(47)	1,262	C01600	Long-term borrowings	268,000	20,100
A31150	Decrease (increase) in accounts receivable	953	(83)	C01700	Repayment of long-term borrowings	(75,955)	(74,844)
A31180	Decrease (increase) in other receivables	(116)	(140)	C04020	Repayment of lease principal	(7,740)	(2,595)
A31200	Decrease (increase) in inventory, net	96,495	(4,045)	CCCC	Net cash inflows (outflows) from financing activities	74,305	59,661
A31230	Decrease (increase) in prepayments	(3,900)	38,568				
A31240	Decrease (increase) in other current assets	(1,258)	-	EEEE	Increase (decrease) in cash and cash equivalents during this period	(62,215)	26,765
A32125	Increase (decrease) in contract liabilities	1,436	-	E00100	Opening balance of cash and cash equivalents	98,624	71,859
A32130	Increase (decrease) in notes payable	(17,320)	3,085	E00200	Ending balance of cash and cash equivalents	\$36,409	\$98,624
A32150	Increase (decrease) in accounts payable	(23,949)	(6,681)				
A32180	Increase (decrease) in other payables	2,608	(2,490)				
A32190	Increase (decrease) in other payables - related parties	(201)	(99)				
A32230	Increase (decrease) in other current liabilities	1,626	31				
A32240	Increase (decrease) in net defined benefit liability	-	7,765				
A33000	Cash inflows (outflows) from operations	64,988	26,232				
A33100	Interest received	3,304	159				
A33200	Dividends received	-	277				
A33300	Interest paid	(30,132)	(19,389)				
A33500	Income tax refund (payment)	(260)	120				
AAAA	Net cash inflows (outflows) from operating activities	37,900	7,399				

(See notes to parent company only financial statements)



Chairman: Chieh-Hsin Wu



Manager: Chieh-Hsin Wu



Chief Accounting Officer: Tze-Hui Chen

[Attachment 8]

Super Dragon Technology Co., Ltd.
The 2023 Deficit Compensation Statement

Unit: NT\$

Item	amount
Deficit yet to be compensated at the beginning of period	(579,363,789)
Net profit after tax in the year	(81,738,681)
Deficit yet to be compensated at the end of period	(661,102,470)

Note: According to Article 239 of The Company Act: A company should not use the capital reserve to make good its capital loss, unless the surplus reserve is insufficient to make good such loss.

Note: No dividends to shareholders, no remuneration to employees and directors/supervisors will be distributed this year.

Chairman:
Chieh-Hsin Wu



President:
Chieh-Hsin Wu



Chief Accounting Officer:
Tze-Hui Chen



[Appendix 1]

Super Dragon Technology Co., Ltd.

Articles

Chapter I General Provision

Article 1 The Company is organized under the Company Act of the Republic of China and is named as "Super Dragon Technology Co., Ltd".

Article 2 The scope of business of the Company is as follows:

- i. C801010 Basic Chemical Industrial.
- ii. C802170 Poisonous Chemical Material Manufacturing.
- iii. C802990 Other Chemical Products Manufacturing.
- iv. C805070 Reinforced Plastic Products Manufacturing.
- v. C805990 Other Plastic Products Manufacturing.
- vi. C901010 Ceramic and Ceramic Products Manufacturing.
- vii. C901020 Glass and Glass Products Manufacturing.
- viii. C901040 Manufacture of Ready-mix Concrete.
- ix. C901060 Manufacture of Refractory Products.
- x. C901070 Cutting, Shaping and Finishing of Stone.
- xi. C901990 Other Non-Metallic Mineral Products Manufacturing.
- xii. CA01070 Scrapped Car and Boat Dismantling and Scrap Iron and Steel Metal Processing.
- xiii. CA01080 Smelting and Refining of Aluminum.
- xiv. CA01110 Smelting and Refining of Copper.
- xv. CA01990 Other Non-ferrous Metal Basic Industries.
- xvi. CA02080 Metal Forging.
- xvii. CA02090 Metal Wire Products Manufacturing.
- xviii. CA02990 Other Metal Products Manufacturing.
- xix. CB01030 Pollution Controlling Equipment Manufacturing.
- xx. CB01010 Mechanical Equipment Manufacturing.
- xxi. CB01990 Other Machinery Manufacturing.
- xxii. CG01010 Jewelry and Precious Metals Products Manufacturing.
- xxiii. CZ99990 Manufacture of Other Industrial Products Not Elsewhere Classified.
- xxiv. F107060 Wholesale of Virulence Chemical Substance.
- xxv. F107170 Wholesale of Industrial Catalyst.
- xxvi. F107990 Wholesale of Other Chemical Products.
- xxvii. F111090 Wholesale of Building Materials.
- xxviii. F113010 Wholesale of Machinery.
- xxix. F115010 Wholesale of Jewelry and Precious Metals.
- xxx. F119010 Wholesale of Electronic Materials.
- xxxi. F199010 Wholesale of Recycling Materials.
- xxxii. F120010 Wholesale of Refractory Materials.
- xxxiii. F215010 Retail Sale of Jewelry and Precious Metals.
- xxxiv. F401010 International Trade.
- xxxv. I199990 Other Consulting Service.
- xxvi. IC01010 Medicine Inspection.
- xxvii. J101030 Waste Disposing.
- xxviii. J101040 Waste Treatment.
- xxix. J101080 Resource Recycling.
 - xl. XLII. J101090 Waste Disposal.
 - xli. J101050 Environmental Testing Services.
 - xl. J101060 Wastewater (Sewage) Treatment.
- xl. D101050 Combined Heat and Power.
- xliv. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 The Company has its head office in Taoyuan City. The Board of Directors may, if necessary, by resolution of the Board, establish branches in or outside the State.

Article 4 The announcement method of the Company shall be in accordance with the Company Act and other relevant laws and regulations.

Article 5 The Company may provide endorsements or guarantees to external entities.

Article 6 The Company's reinvestments shall not be subject to the restriction that the total amount of investments shall not exceed 40% of the paid-in capital as provided in Article 13 of the Company Act. Any reinvestment matters shall be effected by resolution of the Board.

Chapter 2 Capital

Article 7 The total capital of the Company is set at NT\$2 billion, divided into 200 million shares of NT\$10 each, to be issued in several tranches

The Company may issue employee stock warrants and retain 20 million shares within the total number of shares previously issued as employee stock warrants.

- Article 8 The shares of the Company shall be free from printing of stocks. If the Company prints stocks, it shall do so in accordance with the provisions of the Company Act and other relevant laws and regulations.
- Article 9 All stocks printed by the Company shall be in registered form and shall be issued in accordance with the provisions of the Company Act and other relevant laws and regulations.
- Article 10 Except as otherwise provided by law and securities regulations, the Company's shareholders shall comply with the "Regulations Governing the Administration of Shareholder Services of Public Companies" in the event of transfer of shares, creation of pledge of rights, loss, succession, gift and loss of seal, change of ownership or change of address of a shareholder of the Company.
- Article 11 No transfer of shares shall be registered within 60 days prior to the shareholders' meeting, or within 30 days prior to the special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.
- Article 12 The shareholders' meeting of the Company is divided into the following two types:
 1. Shareholders' meeting
 2. Special shareholders' meetings
 Shareholders' meetings are convened by the Board of Directors within 6 months after the end of each accounting year. The convening of special shareholders' meetings shall be in accordance with relevant laws and regulations.
- Article 12-1 The Company's shareholders' meeting may be held by means of visual communication network or other methods promulgated by the central competent authority.
 The conditions, operating procedures and other matters to be complied with in connection with the adoption of a video shareholders' meeting shall be in accordance with the regulations of the competent securities authorities.
- Article 13 A shareholders' meeting shall be convened by notice in writing sent to each shareholder at his/her last registered residence with the Company not less than thirty days before a shareholders' meeting and not less than fifteen days before a special shareholders' meeting. The written notice shall state the grounds on which the meeting is called.
- Article 14 Except as otherwise provided in the Company Act, a shareholders' meeting shall be held only if a majority of the total number of issued shares is represented, and the shareholders may attend in person or by proxy; and a resolution shall be passed by a majority of the voting rights of the shareholders present.
- Article 15 Each shareholder of the Company shall have one voting right for each share, except in the case of shares which have no voting rights as provided in Article 179 of the Company Act.
- Article 16 If a shareholder is unable to attend a shareholders' meeting, he/she may appoint a proxy to attend and exercise his/her rights in accordance with the provisions of Article 177 of the Company Act. A proxy shall not be limited to a shareholder of the Company.
- Article 17 The Chairman of the Company is the Chairman of the shareholders' meeting. In the absence of the Chairman, the Vice-Chairman or a Director shall attend in his/her place in accordance with Article 208 of the Company Act.
- Article 18 The resolutions of the shareholders' meeting shall be recorded in minutes, which shall be signed or sealed by the Chairman of the shareholders' meeting. Such minutes shall be kept by the Company together with the signature book of the shareholders present and the proxy form.

Chapter 3 Directors and Audit Committee

- Article 19 The Company shall have five to nine Directors, who shall be elected by the shareholders' meeting for a term of three years and shall be eligible for re-election. The total number of shares of the Company held by all Directors shall be subject to the regulations of the competent authorities.
 In addition, the Company may purchase liability insurance for its directors in accordance with the provisions of the Corporate Governance Principles for TWSE/TPEX Listed Companies, the scope of which is delegated to the Board of Directors for resolution.
 Among the aforementioned number of directors, at least three shall be independent directors. The election of directors shall be conducted in accordance with the nomination system for candidates under Article 192-1 of the Company Act, and the acceptance of nominations of director candidates and related matters such as announcements shall be in accordance with the provisions of the Company Act and the relevant laws and regulations of the Securities and Exchange Act. Independent directors and non-independent directors shall be elected together and the number of elected seats should be counted separately.
- Article 20 For the election of Directors, the number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect.
 The election of independent directors is based on the nomination system for candidates under Article 192-1 of the Company Act. The acceptance of nominations of independent director candidates and related matters such as announcements shall be in accordance with the provisions of the Company Act and the relevant laws and regulations of the Securities and Exchange Act. Independent directors and non-independent directors shall be elected together

- and the number of elected seats should be counted separately.
- Article 20-1 The Company, in accordance with Article 14-4 of the Securities and Exchange Act, established an Audit Committee, and the committee shall be responsible for performing duties under the Company Act, the Securities and Exchange Act, and other laws and regulations. The Audit Committee shall consist of all the independent directors, including at least one with accounting or financial expertise, one of whom shall be the convenor. Any resolution adopted by the audit committee shall have the consent of a majority of audit committee members.
- Article 21 Except as otherwise provided in the Company Act, a meeting of the Board of Directors may be held only if more than half of the Directors are present, and the resolution shall be made by the consent of a majority of the Directors present.
- Article 22 The returns of the directors of the Company is delegated to the Board of Directors based on the extent of their participation in and value of their contribution to the operations of the Company and with reference to industry standards.
- Article 23 The Board of Directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the Directors, and may also elect in the same manner a Vice Chairman of the Board. The Chairman of the Board shall not have a second vote or a veto in the Board and shall represent the Company externally.
- Article 24 A meeting of the Directors shall be convened by the Chairman of the Board except at the first meeting of each term, which shall be convened by the Director who receives the largest number of votes representing the right to vote after re-election, and shall be notified by the convenor to the Directors at least seven days in advance of the meeting, except in case of emergency.
The convening of the board of directors of the Company may be notified in writing, by e-mail or by fax of the date, place and agenda of a meeting of the Board.
The Board shall meet at least once a quarter.
Directors who attend the meeting by video screen are deemed as having attended in person.
- Article 25 The chairman of the board of directors shall preside over the meeting of the board of directors. In addition, the Chairman shall have the right to sign documents in the name and on behalf of the Company in accordance with the resolutions of the Board and to do all acts on behalf of the Board in accordance with the resolutions of the Board and, when the Board is not in session, in accordance with the objects of the Company. In the absence of the Chairman, the Vice-Chairman or other directors' proxies shall attend in his/her place in accordance with Article 208 of the Company Act.
- Article 26 A Director may authorise in writing another Director to attend and vote on behalf of him/her at a meeting of the Board and on all matters arising at the meeting provided that the proxy shall be limited to one person appointed by him.
- Article 27 The Directors shall exercise their authorities and duties in accordance with the resolutions of the Board and the shareholders' meeting.
- Article 28 If for any reason the number of vacancies in the board of directors of a company equals to one third of the total number of directors, the board of directors shall call a shareholders' meeting to elect succeeding directors to fill the vacancies. Except in the case of a general re-election of Directors, a new Director shall hold office for the remainder of the term for which he/she was appointed.

Chapter 4 Management and Operation of the Company

- Article 29 The Company may, by resolution of the Board of Directors, have several managers in place. Their appointment, dismissal, and remuneration shall be handled in accordance with Article 29 of the Company Act.
- Article 30 Subject to the provisions of the Company Act and these Articles, the officers of the Company shall comply with the directions of the Board in all respects.

Chapter 5 Financial Reports

- Article 31 The year of the Company shall commence on the first day of January and end on the December 31 in each year. The Board shall, at the end of each accounting year, prepare the following forms and submit them to the shareholders' meeting for recognition:
1. Business report
 2. Financial statements
 3. Proposal for the distribution of earnings and appropriation for making up losses
- Article 32 If the Company makes a profit for a year (the profit refers to the pre-tax income before the remuneration to employees and directors is deducted), the Company shall set aside 3.6% to 8.6% as employee remuneration and not more than 3.6% as remuneration to directors. However, where the Company has accumulated losses (including adjustments to the amount of undistributed earnings), the amount of the indemnity shall be reserved in advance. The aforesaid employee remuneration may be in the form of stock or cash and may be made payable to employees of subordinate companies who satisfy such conditions as the Board may prescribe. The aforesaid director remuneration shall be in cash only. The first two items shall be resolved by the Board of Directors and reported to the shareholders' meeting.

Article 32-1 If the Company's annual final accounts show a net profit after tax for the current period, the Company shall first make up for the accumulated losses and set aside 10% of the accumulated losses as legal reserve in accordance with the law, unless the accumulated legal reserve has reached the Company's paid-in capital. The special reserve shall be appropriated or reversed in accordance with the provisions of the Act or the competent authority. The Board of Directors shall prepare a proposal for the surplus distribution of the remaining surplus, together with any undistributed surplus at the beginning of the period, and submit it to the shareholders' meeting for resolution on the distribution of dividends to shareholders.
The Company's dividend policy is to distribute dividends to shareholders in cash or in shares, with cash dividends being no less than 10% of the total dividends, in accordance with the Company's current and future development plans, taking into account the investment environment, capital requirements and domestic and international competition, as well as the interests of shareholders.

Chapter 6 Supplemental Provisions

Article 33 The details of the Company's internal organization and business processes shall be determined by the Board.

Article 34 All matters not provided for in these Articles shall be governed by the Company Act.

Article 35 The Articles were established on December 2, 1997.
The Articles were 1st amended on November 24, 1999.
The Articles were 2nd amended on September 10, 2000.
The Articles were 3rd amended on June 11, 2001.
The Articles were 4th amended on June 3, 2002.
The Articles were 5th amended on June 13, 2003.
The Articles were 6th amended on June 11, 2004.
The Articles were 7th amended on June 2, 2005.
The Articles were 8th amended on June 12, 2006.
The Articles were 9th amended on June 7, 2007.
The Articles were 10th amended on June 25, 2008.
The Articles were 11th amended on June 14, 2010.
The Articles were 12th amended on February 17, 2011.
The Articles were 13th amended on June 25, 2013.
The Articles were 14th amended on June 22, 2015.
The Articles were 15th amended on June 22, 2016.
The Articles were 16th amended on June 26, 2018.
The Articles were 17th amended on June 14, 2022.

Super Dragon Technology Co., Ltd.
Rules and Procedures of Shareholders' Meeting

- Article 1 (Basis of determination)
To establish an excellent governance system for the Company's shareholders' meeting, improve the supervisory function, and strengthen the management function, these Rules are formulated in accordance with the provisions of Article 6 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
- Article 2
Unless otherwise stipulated by laws or regulations, the rules of procedure for the Company's shareholders' meeting shall be governed by these Rules.
- Article 3 (Convening of shareholders' meetings and meeting notices)
Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the Board of Directors.
Changes to the method of convening the shareholders' meeting shall be subject to a resolution by the Board of Directors and shall be made no later than before the notice of the shareholders' meeting is sent.
The Company shall prepare electronic versions of the shareholders' meeting notice and 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 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. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders' meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders' meeting. Fifteen days before the Company convenes a shareholders' meeting, it shall prepare the shareholders' meeting agenda handbook and supplementary materials and make them available for the shareholders to obtain and review at any time. In addition, the handbook shall be displayed at the Company and its professional shareholder service agency. The Company shall provide the handbook and supplementary materials mentioned in the preceding paragraph to the shareholders on the day of the shareholders' meeting in the following methods:
I. When a physical shareholders' meeting is convened, such materials shall be distributed on-site at the shareholders' meeting.
II. When a physical shareholders' meeting is convened, along with a video conference, such materials shall be distributed on-site at the shareholders' meeting, and an electronic file of such materials shall be uploaded to the video conference platform.
III. When a shareholders' meeting is convened by video conference, an electronic file of such materials shall be sent to the video conference platform.
The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form. Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of the removal of the non-compete clause for the directors, capitalization of earnings, capitalization of legal reserve, dissolution, merger, or demerger of the Company, or any matter in each subparagraph under Article 185, paragraph 1 of the Company Act; Articles 26-1 and 43-6 of the Securities and Exchange Act, and Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be set out and the essential contents explained in the notice of the shareholders' meeting. None of the above matters may be raised by an extempore motion.
Where an election of all directors and their inauguration date shall be stated in the notice of the shareholders' meeting, after the completion of the election in said meeting, such inauguration date may not be altered by any extempore motion or otherwise in the same meeting.
A shareholder holding one percent or more of the total number of the issued shares may submit to the Company a proposal for discussion at a general shareholders' meeting. The number of items so proposed is limited only to one, and no proposal containing more than one item will be included in the meeting agenda. A shareholder's proposal in alignment with any circumstance under any subparagraph of paragraph 4 of Article 172-1 of the Company Act may not be included in the meeting agenda by the Board of Directors.
A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.
Prior to the book closure date before an annual shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholders' proposals in writing or by electronic means and the location and time period for their submission; the period for acceptance of shareholders' proposals may not be fewer than 10 days.
Each of such proposals is 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 annual general meeting of shareholders and take part in the discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results and shall list in the meeting notice the proposals that conform to the provisions of this article. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation shall be made by the board of directors at the shareholders' meeting to be convened.

Article 4 (Attendance at shareholders' meetings and proxy)

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.

Each 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 at least five days before the date of the shareholders' meeting. When a duplicate proxy form is served, the one received earliest shall prevail. Unless a declaration is made to cancel the previous proxy form.

Once a proxy form is received by the Company, if a shareholder wishes to attend the shareholders' meeting in person or to exercise their voting rights in writing or by electronic means, a written proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting, otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.

Once the proxy form is received by the Company, in the case that the shareholder intends to attend the shareholders' meeting by video conference, a written proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting; otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.

Article 5 (Principles for the venue and time 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 independent directors' opinions with respect to the place and time of the meeting.

When the Company convenes a shareholders' meeting by video conference, it is not subject to the restriction on the venue of the meeting under the preceding paragraph.

Article 6 (Preparation of a sign-in book and other documents)

The Company shall state, in the meeting notice, the sign-in time and place for shareholders, solicitors, and proxies (hereinafter referred to as "shareholders"), and other matters that shall be noted.

The time at which shareholders' sign-in begins, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The sign-in place shall be clearly marked and staffed with a sufficient number of suitable personnel. When the shareholders' meeting is convened by video conference, the sign-in process shall begin on the video conference platform 30 minutes before the meeting commences. Shareholders who have completed the sign-in shall be deemed to have attended the shareholders' meeting in person.

Shareholders shall attend the shareholders' meetings with their attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attendance presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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

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

If the shareholders' meeting is convened by video conference, shareholders who wish to attend by video conference should register with the Company two days prior to the shareholders' meeting.

If the shareholders' meeting is convened by video conference, the Company shall upload the meeting agenda handbook, annual report, and other relevant materials to the video conference platform at least 30 minutes prior to the start of the meeting and continue to disclose them until the end of the meeting.

Article 6-1 (Convening of the shareholders' meeting by video conference and the matters to be included in the meeting notice)

When the Company convenes the shareholders' meeting by video conference, the information below shall be stated in the meeting notice:

- I. Methods of shareholders participating in the video conference and exercising their rights.
- II. The response to the obstacles to the video conference platform or to the participation in the

video conference due to natural disasters, incidents, or other force majeure events shall include at least the following:

- (I) The time and the date of the next meeting when the meeting needs to be postponed or resumed as such obstacles cannot be resolved.
 - (II) Shareholders who did not register to participate in the original shareholders' meeting by video conference shall not participate in the meeting to be postponed or resumed.
 - (III) When a physical shareholders' meeting is convened, along with a video conference, if the video conference cannot continue, after the number of shares in attendance through the video conference is deducted, the total number of shares in attendance at the physical shareholders' meeting reaches the number as required by law, the shareholders' meeting shall continue. For shareholders participating by video conference, the number of their shares shall be included in the total number of shares in attendance, and they shall be deemed to abstain for all motions resolved at the shareholders' meeting.
 - (IV) The handling method in the event that the resolution results of all motions have been announced, while extempore motions have not been resolved.
- III. When a shareholders' meeting is to be convened by video conference, appropriate alternatives for shareholders who have difficulty participating in the meeting by video means shall be specified.

Article 7 (Chair of the shareholders' meeting and attendees in a non-voting capacity)

If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or unable to exercise the powers as the chair for any reason, the Vice Chairman shall chair the meeting on his behalf. Where there is no such a position as Vice Chairman or the Vice Chairman is on leave or unable to exercise the powers as the chair for any reason, the Chairman shall appoint one of the managing directors to act as the chair. Where there is no such a position as managing director, the Chairman shall appoint one of the directors to act as the chair. Where the Chairman fails to make such a designation, the managing directors or directors shall select, from among themselves, one person to serve as the chair.

It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the Chairman in person and attended by a 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.

Where a shareholders' meeting is convened by a party with power to convene other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, CPAs, or relevant persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8 (Evidence of the audio or video recordings of the shareholders' meeting)

The Company shall make an uninterrupted audio and video recording of the entire process of the shareholders' meeting from shareholders' sign-in, the proceedings of the meeting, as well as the process of voting and vote counting.

The audio and video recording in the preceding paragraph shall be kept for at least one year.

However, for the litigation filed by the shareholders in accordance with Article 189 of the Company Act, it should be reserved until the end of the proceedings.

If a shareholders' meeting is convened by video conference, the Company shall keep records of shareholders' registration, sign-in, questions raised, as well as voting and the Company's vote counting results and retain the records, while making an uninterrupted audio and video recording of the entire video conference.

The above-mentioned materials and audio and video recordings shall be properly kept by the Company during the period of its existence, and the audio and video recordings shall be provided to those who are entrusted to handle the video conference affairs for storage.

If a shareholders' meeting is convened by video conference, the Company is advised to make an audio and video recording of the back-end interface of the video conference platform.

Article 9 (Counting of the shares represented by shareholders present at the shareholders' meeting)

Attendance at shareholders' meetings shall be counted based on numbers of shares. The number of shares in attendance shall be counted according to the shares indicated in the sign-in book or the sign-in cards handed in and the sign-in record on the video conference platform plus the number of shares whose voting rights are exercised in writing or by electronic means.

The chair shall call the meeting to order upon the meeting time and disclose information concerning the number of non-voting shares and number of shares represented by shareholders

attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If attending shareholders still represent less than one third of the total number of issued shares after two postponements, the chair shall declare the meeting adjourned. If a shareholders' meeting is convened by video conference, the Company shall also declare the meeting adjourned on the video conference platform.

If there are not enough shareholders representing at least one third of issued shares attending the meeting after two postponements, tentative resolutions may be passed in accordance with Article 175, paragraph 1 of the Company Act. Shareholders shall be notified of the tentative resolutions, and another shareholders' meeting will be convened within one month. If a shareholders' meeting is convened by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 6.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of outstanding 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 (Proposal discussion)

If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Votes shall be cast on the proposals on the agenda one by one (including extempore motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution by 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 other than the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extempore motions), except by a resolution by the shareholders' meeting. If the chair 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 chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders to continue the meeting.

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

Article 11 (Speeches by shareholders)

Before speaking, an attending shareholder shall specify on a speaker's slip the subject of the speech, their shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

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 is not in alignment with the subject on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes; if the shareholder's speech violates the rules or exceeds the scope of the motion, the chair may have the shareholder stop the speech.

Attending shareholders may not interfere with the speaking shareholders without the Chairman's consent and the speaking shareholders. The Chairman will have the violating shareholders stopped. When an institutional 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 chair may respond in person or direct relevant personnel to respond.

If a shareholders' meeting is convened by video conference, shareholders who participate by video conference may ask questions in text on the video conference platform after the chair calls the meeting to order and before the chair declares the meeting adjourned. The number of questions raised by each shareholder for each motion shall not exceed two, each question shall be limited to 200 words, and the provisions of paragraphs 1 to 5 shall not apply.

If such questions in the preceding paragraph are not in violation of the regulations or not outside the scope of the motions, it is advisable to disclose such questions on the video conference platform.

Article 12 (Counting of voting shares and a recusal policy)
Votes cast at shareholders' meetings shall be calculated based on numbers of shares. With respect to resolutions by a shareholders' meeting, the number of shares held by a shareholder without voting rights shall not be calculated as part of the total number of outstanding 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 a proxy for any other shareholder. The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be counted toward the number of the voting rights represented by attending shareholders. With the exception of a trust enterprise or a stock affairs agency approved by the competent securities authority, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of the issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the counting.

Article 13 (Methods for voting, scrutineering, and vote counting)
Each 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 shall adopt the exercise of voting rights by electronic means and may adopt the exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder's exercise of voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived their rights with respect to the extempore motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extempore 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 at least two 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 shareholders exercise their voting rights in writing or by electronic means, if they wish to attend the shareholders' meeting in person or by video conference, they shall serve a declaration of intent to retract the voting rights already exercised under the preceding paragraph two days before the shareholders' meeting in the same manner in which the voting rights were exercised; otherwise the voting rights exercised in writing or by electronic means shall prevail. If the shareholder exercises the voting right in writing or by electronic means and appoints a proxy with a proxy form to attend the shareholders' meeting, the voting right exercised by the attending proxy at 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 vote by the shareholders. 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 on the MOPS.
When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected and no further voting shall be required.
Scrutineers and vote counting personnel for the voting on proposals shall be appointed by the chair, provided all scrutineers be shareholders of the Company.
Vote counting for proposals or elections at a shareholders' meeting 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 recorded.
When a shareholders' meeting is convened by video conference, shareholders participating by video conference shall vote on various motions and election(s) on the video conference platform after the chair calls the meeting to order. They shall complete the voting before the chair declares the voting closed, otherwise they shall be deemed to have waived their voting rights.

When a shareholders' meeting is convened by video conference, after the chair declares the voting closed, the votes shall be counted at one go, and the voting and election results shall be announced. If a shareholders' meeting is convened, along with a video conference held at the same time, shareholders who have registered to attend the shareholders' meeting by video conference in accordance with Article 6, intend to attend the physical shareholders' meeting in person, shall rescind the registration in the same manner as the registration two days before the shareholders' meeting, otherwise they can only attend the shareholders' meeting by video conference. Those who exercise their voting rights in writing or by electronic means without retracting their declaration of intention and participate in the shareholders' meeting by video conference shall not exercise their voting rights on the same motions, propose amendment to the same motions, or exercise their voting rights for revised motions, except for extempore motions.

Article 14 (Elections)

The election of directors or supervisors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors or supervisors and those who lost the election and the numbers of votes each candidate won.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the scrutineers and kept in proper custody for at least one year. However, for the litigation filed by the shareholders in accordance with Article 189 of the Company Act, it should be reserved until the end of the proceedings.

Article 15 (Meeting minutes and documents to be signed)

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

The distribution of the Company's proceedings may be announced through the MOPS.

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

When a shareholders' meeting is convened by video conference, the minutes of the shareholders' meeting shall contain the start and end time of the shareholders' meeting, the method of convening the meeting, the names of the chair and the meeting taker, as well as the response method and the response situation when any natural disasters, accidents, or other force majeure events have obstructed the video conference platform or the participation in the video conference in addition to the matters that shall be recorded in accordance with the preceding paragraph.

When a shareholders' meeting is convened by video conference, the Company shall proceed as per the preceding paragraph and shall specify the alternative measures provided to shareholders who have difficulty participating in the video conference in the minutes of the shareholders' meeting.

Article 16 (Public announcement)

The Company shall, on the day of the shareholders' meeting, compile a statistical statement in the prescribed format and disclose the number of shares solicited by the solicitor, the number of shares represented by the proxies, and the number of shares in attendance in writing or by electronic means clearly on site at the shareholders' meeting. When a shareholders' meeting is convened by video conference, the Company shall upload the aforementioned information to the video conference platform at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.

When a shareholders' meeting is convened by video conference, when the chair calls the meeting to order, the total number of shares in attendance shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights in attendance are counted during the meeting.

If any resolutions by the shareholders' meeting are material information as stipulated by laws and regulations or Taiwan Stock Exchange Corporation (Taipei Exchange), the Company shall upload the content to the MOPS prior to a deadline.

Article 17 (Maintenance of the order of the venue)

Staff handling administrative affairs of a shareholders' meeting shall wear an identification badge or an armband.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification badge or an armband, reading "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair 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 chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extempore 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 a shareholders' meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19 (Disclosure of information at video conferences)

When a shareholders' meeting is convened by video conference, the Company shall immediately disclose the voting results and election results of various motions on the video conference platform in accordance with the regulations and shall continue to disclose for at least 15 minutes after the chair declares the meeting adjourned.

Article 20 (Location of the chair and minute taker for shareholders' meeting by video conference only)

When a shareholders' meeting is convened by video conference, the chair and the minute taker shall be at the same location in Taiwan, and the chair shall disclose the address of the place when calling the meeting to order.

Article 21 (Handling of disconnection)

When a shareholders' meeting is convened by video conference, the Company may allow shareholders to perform a simple test of the connection before the meeting commences and provide relevant services immediately before and during the meeting to assist with any technical communication problems.

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

In the event of any incident in the preceding paragraph that caused the meeting to be postponed or resumed, shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the meeting postponed or resumed.

For the meeting to be postponed or resumed under paragraph 2, shareholders who have registered to participate in the original shareholders' meeting by video conference and have completed the registration but fail to participate in said meeting, the number of shares in attendance and the voting rights and voting rights for elections exercised at the original shareholders' meeting shall be included in the total number of attending shareholders' shares, voting rights, and voting rights for elections at the meeting postponed or resumed.

When a shareholders' meeting is postponed or resumed in accordance with paragraph 2, the motions for which the voting and counting of votes have been completed and the voting results or the list of elected directors or supervisors have been announced, do not need to be discussed or resolved again.

When the Company convenes a shareholder's meeting, supplemented by a video conference, if the video conference cannot continue as under paragraph 2, after the number of shares in attendance through the video conference is deducted, the total number of shares in attendance at the physical shareholders' meeting reaches the number as required by law, the shareholders' meeting shall continue. There is no need to postpone or resume the meeting in accordance with paragraph 2.

When the meeting shall continue as in the preceding paragraph, for shareholders participating by video conference, the number of their shares shall be included in the total number of shares in attendance; however, they shall be deemed to abstain for all motions resolved at the shareholders' meeting.

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

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

- Article 22 (Handling of digital divide)
When a shareholders' meeting is to be convened by video conference, appropriate alternatives for shareholders who have difficulty participating in the meeting by video means shall be provided.
- Article 23 The Rules is implemented after the resolution reached in the meeting of shareholders, so is the amendment.
- Article 24 The first amendment of the Rules was registered on June 22, 2016.
The second amendment of the Rules was registered on June 16, 2020.
The third amendment of the Rules was registered on July, 29, 2021.
The fourth amendment of the Rules was registered on June, 14, 2022.

[Appendix 3] Shareholding of All Directors

Shareholding of All Directors

Book closure date: April 20, 2024

Title	Name	Registered shareholding	
		Number of shares held (share)	Shareholding ratio
Chairman	Chieh-Hsin Wu	4,349,125	4.21%
Director	Yao-Hsun Wu	29,856,515	28.93%
Director	Enormous Vastness Investment Company Limited Representative: K.C. Chou	2,193,000	2.12%
Director	Fukang Investment Co., Ltd. Representative: Chia-Nan Hsu	4,019,000	3.89%
Independent director	Shih-Chun Ho	--	--
Independent director	Cheng-Che Tsai	--	--
Independent director	Zhi-Fang Wang	--	--
Independent director	Ya-Hsuan Wang	--	--
All shares held by all directors		40,417,640	39.16%

1. The Company's paid-in capital is NT\$1,032,082,290 and the Company has 103,208,229 outstanding shares.
2. The minimum required combined shareholding of all directors by law is 8,000,000 shares.
3. As of the book closure date of the shareholders' meeting, the total number of shares held by all directors reached the legally required number of shares.