

# **Chicony Electronics Co., Ltd.**

**2023 Annual Shareholders' Meeting**

## **Meeting Handbook**

**Time and Date: 09:00 a.m, May 30, 2023**

**Venue: No. 69, Sec.2, Guanfu Rd., Sanchong Dist., New Taipei City.**

# Chicony Electronics CO., Ltd.

## Table of Contents

	<u>Page</u>
<b>I. Meeting Procedure</b> .....	1
<b>II. Meeting Agenda</b> .....	2
1. Management Presentation	
(1) 2022 Operation Results.....	3
(2) The Audit Committee’s Review Report on 2022 Financial Statements .....	3
(3) Report on the Distribution of Employee Compensation and Remuneration to Directors for the 2022 Fiscal Year .....	3
(4) The 2022 Earnings Distribution of Cash Dividends.....	3
(5) Other Report Item .....	4
2. Acknowledgement Items	
(1) Proposals for acknowledgement of 2022 Business Report, Financial Statements and the Distribution of Earnings of the Company .....	5
3. Discussion Items	
(1) Proposal for amendment to the “Rules for Procedure for Shareholders Meetings” .....	6
4. Questions and Motions.....	6
<b>III. Attachments</b>	
1. Business Report .....	7
2. The Audit Committee’s Review Report.....	14
3. Audit Report by Certified Public Accountants and 2022 Consolidated Financial Reports 15 Audit Report by Certified Public Accountants and 2022 Individual Financial Reports.....	22
※ For complete financial statements, please visit “Market Operation Post System” <a href="http://mops.twse.com.tw/mops/web/index">http://mops.twse.com.tw/mops/web/index</a> and click the “Financial Statements” within “Electronic Statements” under “Basic Information” and enter inquiry terms	
4. 2022 Earnings Distribution Table .....	28
5. Comparison Table for the original articles and amendments of “Rules for Procedure for Shareholders Meetings” .....	29
6. Full text of the amended “Rules for Procedure for Shareholders Meetings” .....	42
<b>IV. Appendices</b>	
1. Full text of the “Rules for Procedure for Shareholders Meetings” before amendment.....	51
2. Full text of the “Company’s Articles of Incorporation” .....	57
3. Shareholding of Directors.....	62
4. The Impact of Stock Dividend Issuance on Business Performance, EPS, and Shareholder Return Rate .....	63

## Chicony Electronics CO., Ltd.

### Procedure for the 2023 Annual Meeting of Shareholders

1. Report Equity Shares in Attendance
2. Call the Meeting to Order (call when the number of shares attended reaches statutory number of shares)
3. Chairperson Remarks
4. Management Presentations
5. Acknowledgement Items
6. Discussion Items
7. Questions and Motions
8. Adjournment

## Chicony Electronics CO., Ltd.

### 2023 Agenda of Annual Meeting of Shareholders

Date and Time: 09:00 on May 30 (Tuesday), 2023

Address: No. 69, Sec.2, Guanfu Rd., Sanchong Dist., New Taipei City (Meeting Room)

Format: Physical Annual Meeting of Shareholders

Report Equity Shares in Attendance

Chairperson Calls the Meeting to Order

Chairperson Remarks

Management Presentations:

1. 2022 Operation Results.
2. The Audit Committee's Review Report on 2022 Financial Statements.
3. Report on the Distribution of Employee compensation and Remuneration to Directors for the 2022 Fiscal Year
4. The 2022 Earnings Distribution of cash dividends
5. Other Report Items.

Acknowledgement Items:

1. Proposals for Acknowledgement of 2022 Business Report, Financial Statements and Earnings Distribution.

Discussion Items:

1. Proposal for amendment to the "Rules for Procedure for Shareholders Meetings "

Questions and Motions

Adjournment

## **Management Presentations**

### **1. 2022 Operation Results**

Description: Please refer to Attachment 1 on Page 7 to 13 of the Handbook for the 2022 Business Report.

### **2. The Audit Committee's Review Report on 2022 Financial Statements.**

Description: Please refer to Attachment 2 on Page 14 of the Handbook for the Audit Report by The Audit Committee.

### **3. Report on Distribution of Employee compensation and Remuneration to Directors for the 2022 Fiscal Year.**

Description:

- (1) The distribution was made in accordance with Article 18 of the Company's Article of Incorporation: "The Company shall distribute no less than 11% of current pre-tax earnings before deducting the employee compensation and Directors remuneration as the employee compensation and no more than 1% of such earnings as the remuneration for Directors."
- (2) The Company's earnings before tax, remuneration for employees and Directors in 2022 was NTD\$9,548,658,111. After the deliberation by the 3rd Remuneration Committee of the 5th Term and the approval of the 5th Directors' Meeting of the 14th Term on March 8, 2023, NTD\$1,104,168,815 is distributed as the employee compensation and NTD\$69,910,361 is distributed as the remuneration for Directors.
- (3) Besides the remuneration for directors will be distributed in cash, parts of the employee compensation will also be distributed in cash, which totals NTD\$326,168,821. Employee compensation of NTD\$777,999,994 will be distributed in stock, and according to the closing price of NTD\$94.8 of the day before the meeting date of the Board, the number of shares to be issued was 8,206,751.
- (4) The shareholder rights and obligations of the new shares are the same as those of issued shares.
- (5) The differences between estimated and actual amount in Employee compensation and remuneration for directors will be listed by changing in accounting estimate as profit or loss in 2023.

### **4. Report on Earnings Distribution of cash dividends for the 2022 Fiscal Year.**

Description:

- (1) The Board of Directors was authorized to decide the distribution of partial or full dividends in cash, and report the decision to the shareholders meeting in accordance with Article 18-1 of the Company's Articles of Incorporation.
- (2) After the approval of the 5th Directors' Meeting of the 14th Term on March 8, 2023, cash dividends amounting to NT\$5,700,398,790 were distributed to shareholders at NT\$7.5 per share. The cash dividend will be rounded to dollar, and the odd amounts will be combined and added to the Other Revenues of the

Company.

- (3) The chairman was authorized by the board of directors to decide the ex-dividend date, and date of issuance. In case of a change in the dividends rate in the wake of a change in the number of outstanding shares due to a repurchase of the Company stock, transfer or cancellation of treasury stock, the chairman is authorized by the board of directors to handle it.

**5. Other Report Item**

N/A

## **Acknowledge Items**

### **Item 1: Proposals for acknowledgement of 2022 Business Report, Financial Statements, and Earnings Distribution. (Proposed by the Board)**

Description:

- (1) The 2022 Business Report, Consolidated Financial Statements and Individual Financial Statements of the Company and Earnings Distribution had been approved by the resolution made in the 5th Board of Directors meeting of the 14th Term on March 8, 2023, and the Audit Committee's Review Report was issued. We hereby propose them for acknowledgement in accordance with the regulations.
- (2) The aforementioned Consolidated Financial Statements and Individual Statements have been audited by public accountant Ching-Chang Chen and Shih-Jung Weng from PwC Taiwan on March 8, 2023, and the context is consistent with the context approved by the Board of Directors meeting.
- (3) Please refer to Attachment 1 between Page 7 and Page 13 of the Handbook for the 2022 Business Report, Attachment 3 between Page 15 and Page 27 of the Handbook for the Audit Report by certified public accountants, Consolidated Financial Statements and Individual Financial Statements and Attachment 4 on page 28 of the Handbook for the Earnings Distribution.
- (4) Please proceed to adopt.

Resolution:

## **Discussion Item**

### **Item1: Proposal for amendment to the “Rules for Procedure for Shareholders Meetings ”. (Proposed by the Board)**

Description:

- (1) Revised in accordance with the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11100042501 dated March 8, 2022
- (2) Please refer to Attachment 5 between Page 29 and 41 of the Handbook for the comparison table of articles to be amended.
- (3) Please refer to Attachment 6 between Page 42 and 50 of the Handbook for the full text of the “Rules for Procedure for Shareholders Meetings”.
- (4) Please proceed to adopt.

Resolution:

## **Questions and Motions**

## **Adjournment**

## Attachment 1

### Chicony Electronics CO., Ltd. 2022 Business Report

#### 1. 2022 performance

##### (1) 2022 Operational Result

The company's 2022 consolidated revenue reached \$115,748,378 thousands, operating profit amounted to \$10,418,010 thousands, an increase of 8% and 21% respectively compared to 2021. Net Profit amounted to \$7,320,081 thousands.

##### (2) Financial Highlights and Profitability Analysis

###### a. Financial Highlight

Units: NTD thousands

Item	2022	2021	Increase (decrease)
Operating Profit	10,418,010	8,613,018	20.96%
Net Profit	7,320,081	6,154,426	18.94%
Average Total Assets	85,395,438	79,584,192	7.30%
Average Shareholder Equity	33,054,417	29,112,465	13.54%

###### b. Profitability

Item	2022	2021
Return on Average Assets (%)	8.57	7.73
Return on Average Shareholder Equity (%)	22.15	21.14
Operating Profit on End-of-Period Shareholder Equity (%)	138.57	115.57
Net Profit Margin (%)	6.32	5.72
Earnings Per Share ( <b>Note</b> )	10.26	8.71

Note : Earnings per share is the amount of employee remuneration that is not distributed based on earnings and the number of new shares issued through capitalization of earnings before retroactive adjustment.

##### (3) Research and development

In 2022, the Company and its subsidiaries spent approximately \$3,572,070 thousands on product development, automation production equipment, and process improvement. Solid R&D ability is Chicony's crucial competitiveness to face fast-changing industry environment. To cultivate and attract more and more excellent R&D talents, Chicony has cooperated with National Taipei University of Technology by providing "Chicony R&D scholarship" and has created a "C&T laboratory" for potential R&D candidates. Aiming to innovative technology trend, Chicony will continuously develop cutting edge products including keyboards, power supplies, and image products to attract more clients and win more business opportunities

## 2. 2023 Business Project Summary

### (1) 2023 Business Target and Business Outlook

The world entered into post-pandemic period in 2022, due to fast rebound of global demand and unsmooth supply chain, the costs of material, transportation and labor increased sharply, leading to high global inflation. All central banks were forced to push interest rates higher to fight against inflation. The US economy was impacted due to higher interest rates, and 2023 GDP was forecasted to be up about 1%. The war in Ukraine directly impacted the economic development in Europe, and major Western countries imposed sanctions on Russia in return. Since Russia is the major country exporting energy and grain, and Ukraine is also a very important grain grower in the world, the war caused great chaos in the global trade of grain and energy. Furthermore, Russia cut off the supply of natural gas to Europe, leading to higher inflation due to the sharp increase of energy price. The European economy was forecasted to grow only 0.5% in 2023. Japanese Yen remained weak since Bank of Japan kept a loose monetary policy. Japan's 2023 GDP was forecasted to grow around 1.6%. Due to China's Zero-Covid policy and fragile real estate market, China's economy, and major Western countries imposed sanctions on Russia in return. Extreme weather impacted the supply of grain and energy, resulting in negative impacts on the economies in many countries. Global GDP was forecasted to increase around 2.7% in 2023.

Due to saturated demand of consumer PC, weak global economy, the war in Ukraine, higher geopolitical risks, high inflation, sharp decline of overall Chromebook demand, and negative impact to supply chain and logistics resulting from China's Zero-Covid policy, the PC market in 2023 is expected to decline. Nevertheless, the first round of replacement cycle for consumers purchasing PC in the beginning of the pandemic is expected to start in 2024. It is expected that the PC market will recover or grow starting from 2024.

Since the pandemic has lasted over 2 years, people's lifestyle has been changed a lot, spending much more time at home. The demand of NB, TV, 5G, broadband, and fitness equipment increased significantly. Consumers started to examine the status of digitization of their homes. People generally hope to have more functions for their home devices, such as extending the touchless functions from smart building to smart home devices. According to data from research house, 2022~2025 is expected to be the peak for new product launch in smart home industry. Covid-19 has made working from home a new norm, leading smart home demand to grow higher. It is expected that the global smart home automation market will reach US\$187.8 billion in 2028, growing at a CAGR of 15.2%.

In addition to smartphone device, CCM(CMOS Camera Module) has been used in many applications, such as 360s equipment increased significantly. Consumers started to examine the status of surveillance System, Medical Image Devices, AR/VR Devices, and

smart home monitoring system. Driven by the continuous development of new application technologies, the global CCM market is estimated to grow to US\$59.3 billion in 2026 at a CAGR of 9.8%. Smartphone CCM market is expected to grow at a CAGR of 9.8%, automotive CCM is expected to grow at a CAGR of 14%, and the CAGR for consumer devices CCM is 16%.

From high-tech manufacturing, financial industry, and mid & small cap companies, they all continue to grow thanks to digital transformation. Due to the pandemic, peopleom%2Fproducts%2F360-Vision-Systems-BV-A17.html&usg=AOvVaw1qoX19evices have become indispensable in work and life. The demand for large amounts of data, data transmission, computing, and storage all lifted the demand for data center, resulting in continuous expansion of data centers by CSP companies. Since the key components are no longer in shortage and the start of mass production of new generations of CPU by Intel and AMD, it is estimated that partial replacement demand will begin and the total shipment of servers will exceed 19 million units in 2023 with 5.2% YoY increase.

Chicony runs three major product groups, including keyboard, image and power. Chicony owns a diversified product mix and the non-PC ratio already reached 57% in 2022. Although the NB market experienced demand correction, AI image products became the major revenue growth driver thanks to the strong demand, better supply of IC components and smooth Thailand capacity. AI image products range from indoor/outdoor IP cams and doorbell cam for smart home, high-end webcam with quality near DSLR, automotive image products, video conference system, commercial surveillance system, medical image products and baby cam. As a global leading keyboard producer, Chicony delivered positive PC related revenue growth in 2022 when the demand of PC/NB both declined. The key to revenue growth is high ASP keyboard, including LED Back-Lit keyboard for commercial notebook and 2-in-1 device keyboard, which became the major growth drivers in 2022. The subsidiary Chicony Power is the third largest power plant in the world; in addition to its continuing efforts in NB, desktop, server/cloud application, smart home/AIOT products, and LEO satellite communication products. Though still impacted by the inventory correction in the PC industry, Chicony Power continues to improve product mix. In server power business, Chicony Power already successfully penetrated into the supply chain of US clients. In the gaming NB adaptor business, as the mainstream power wattage upgrading from 120-180 Watt to over 200 Watt, the ASP for gaming NB adaptor is expected to increase. Another subsidiary company, XAVI, also got listed in the end of 2022. The main products are Multimedia, Broadband Access, Wireless Infrastructure, and Internet of Things. Besides actively investing in broadband access, a lot of countries also continue to upgrade infrastructure such as 5G base station and FITH (Fiber-In-The-Home), leading to rising demand of data transmission and quality requirement from consumers.

XAVI will continue to launch products, such as Wifi 6, Wifi 6E, Wifi 7, and products related to 5G, to fuel revenue growth.

In 2023, the management team of the Company will remain highly confident to actively face the rapid changes in the industry and external challenges and to integrate resources of the group. In addition to the research, development and sales of niche products like original keyboards, digital image, and power supply, non-PC products, such as gaming, server, smart home and low earth orbit satellite system, are able to enter markets with potential and application areas with high value-added as these products have stable growth. With the support of these high value-added products, the revenues and profits of the Company also share a stable growth simultaneously. In addition to the market analysis made by the aforementioned major research institutions, the Company also takes production planning and the operating performance in the past into consideration based on the estimated demands of customers. It is estimated that the number of product sale for PC peripheral devices, digital image, consumer electronic products, and other electronic products of the Company will be 185.7 million, and the number of PC peripheral devices, game consoles, and network communication and other electronic products of subsidiaries Chicony Power Technology and XAVi Technologies Corporation is 149.1 million and 6.1 million respectively.

(2) Business strategies

The Company will continue to uphold the faith of sustainable and integrity operation and the principle of tronic products of subsito provide customers with satisfying services, and continue to fulfill the growth in Company revenues and profits in order to give back to our shareholders, employees and society. The operating strategies for products, production, marketing, research and development, human resources, and finance perspectives are described as follows:

a. Products:

- (1) Keep developing high gross-margin and differentiated products in keyboard, power supply, and digital image devices.
- (2) Integrate unique technology advantages including image, Wi-Fi, power control, and software to develop higher value-added products.
- (3) Escalate Non-PC products revenue proportion, such as AI image, AIOT, low earth orbit satellite power products and smart building solutions.

b. Production:

- (1) Expand economics of scale in keyboard, image, and power supply products, escalate efficiency of productivity, and strictly control the quality of products.
- (2) Enhance the VMI (Vendor Managed Inventory) system with the information provided by EDI and ERP to react customer needs in time, so as to reduce storage cost and improve flexibility and efficiency of delivery and production.

- (3) Enhance bargain power by integrating Chicony group procurement resources and integrating common materials of the Group.
  - (4) Purchase key components directly from the original suppliers to reduce raw material costs.
  - (5) Keep finding more appropriate suppliers of key components, to create strategic vertical integration to enhance complement and expand economics of scale.
  - (6) Construct a global manufacturing chain, with the manufacturing bases extended from mainland China to Thailand, to provide customers with flexible manufacturing solutions and introduce automated equipment to increase the automation ratio and upgrade the production efficiency effectively.
- c. Marketing:
- (1) Provide customer tailored equipment to increase the automation ratio and upgrade the production efficiency to meet product demands of customers and to create the greatest profits by the most efficient marketing resources.
  - (2) Continue to extend the customer base and market share of keyboard, AI image and power supply products.
  - (3) Expand new products including AI image and Smart Cloud products.
- d. Research and Development:
- (1) Collaborate with crucial international hardware/software customers and suppliers so as to control key technologies and create valuable new products together.
  - (2) Create technology advantages by I.P. Know-How so as to set entry barriers.
  - (3) Keep developing VA/VE (value analysis/value engineering) and improve product design to increase productivity efficiency and reduce production cost.
  - (4) Provide ongoing VA/VE (value analysis and cooperate with colleges and vocational training centers to attract more excellent R&D talents.
  - (5) New Product Business Division keeps developing new product opportunities so as to create more blue-ocean market for Chicony.
  - (6) Establish Intellectual Property Center to obtain and protect patents belongs to Chicony group as well as manage cross-licensing of patents.
- e. Human Resources:
- (1) Keep providing profession and management training courses to cultivate employees Chicony group as well as manage cross-licensing
  - (2) Help employees develop stable self-career plan with position rotation and job deputy, and, there through, the work capacity and position experience can be continuously applied and inherited for eternal operation purpose.
  - (3) Promote corporate social responsibility activities and allocate certain ratio of the company here through, the work capacity and position experience can be continuously applied and inherited for eternal operation purpose.

and potential manpower cultivation to present the solid result of corporate social responsibility of the Company.

- (4) Keep pace with HR development and policy trend globally and react in time to maintain mutual benefits for both employer and employee.
- (5) Concern our employees thoroughly to inspire and keep excellent manpower with the profound retaining system and employee housing plans.

f. Finance

- (1) Supervise budget control and carefully manage accounts receivable, inventory, and cash turnover.
- (2) Strictly manage the tax-preserving materials and ensure the conduct of tax-preserving materials follow the legal regulation in other countries to make sure the company can benefit from the custom tax.
- (3) Keep improve debt ratio, and enhance corporate governance, stock and finance affairs.
- (4) Adequately hedge against fluctuations in exchange rates and raw material costs.
- (5) Conduct the most appropriate tax planning for entire Chicony group by thorough study of relevant tax law and regulation in related countries.
- (6) Minimize the interest cost and plan the middle and long term fund facility according to the trend of interest rate.
- (7) Keep seeking companies with growth potential or complementary strengths as for investment object or future strategic alliance.

(3) Important production and marketing policies

- a. Focus on the top 10 global brands of manufacturers in personal computers, notebooks, and image products. By increasing our business shares among these growing companies, we are able to expand our global market shares and strengthen our position.
- b. Integrate our competitive advantages of multiple product lines, cross-selling, and collaborate material procurement resources.
- c. Establish in-time warehouses logistic system to shorten product delivery time and gain advantages compare to our competitors.
- d. Review and adjust production process to the optimum status. Adopt automatic production to increase productivity efficiency.
- e. Establish VMI (Vendor Managed Inventory) system to enhance material delivery efficiency and reduce stocks of inventory.
- f. Enhance current ERP system and provide management index information. Establish Business Policy Making room with timely information for decision making.

3. Company development strategy and impact from external competition, laws and regulations, and the overall operating environment in the future:

These subjects are covered in the 2023 Business Plan summary. In addition, the operation of the Company is handled in accordance with laws and regulations. The Company operation has not been affected by the amendments of laws and regulations.

We wish our shareholders  
Health and Good Luck

Chairman: Kent Hsu

President: Roger Lu

Chief Accounting Officer: Molly Lin

## **Attachment 2**

### **Chicony Electronics CO., Ltd.**

#### **The Audit Committee's Review Report**

We hereby confirm

The Board of Directors of Chicony Electronics Co., Ltd prepared and presented the 2022 business report, consolidated financial statements and individual financial statements, and the statement of retained earnings. The financial statements were audited and an independent auditor's report was issued by Chen, Ching Chang and Weng, Shih-Jung of the PwC Taiwan which was appointed by the Board.

The Audit Committee has audited the above-mentioned reports that were composed and presented by the Board of Directors. They have been audited and it is concluded that the reports are presented fairly according to Corporate Law and other related regulations; therefore, a Supervisor's Report is hereby issued in accordance with Article 14-4 of the Securities and Exchange Act and Company Law Article 219.

For your review

To

Shareholders' Meeting 2023

Convener of the Audit Committee: Lee, Yen-Sung

March 8, 2023

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2022 AND 2021**  
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2022 AMOUNT	December 31, 2021 AMOUNT
<b>Current assets</b>			
1100	Cash and cash equivalents	6(1) \$ 12,156,345	\$ 1,725,636
1110	Financial assets at fair value through profit or loss - current	6(2) 1,804,153	2,155,172
1120	Financial assets at fair value through other comprehensive income - current	6(3) 2,498,036	2,881,458
1150	Notes receivable, net	6(5) and 8 83,664	163,196
1170	Accounts receivable, net	6(5) 24,924,384	28,514,140
1180	Accounts receivable - related parties	7 294,876	352,102
1200	Other receivables	451,083	241,537
130X	Inventories, net	6(6) 18,753,649	21,796,221
1410	Prepayments	1,715,191	1,886,040
1470	Other current assets	8 19,225	15,244
11XX	<b>Total current assets</b>	<u>62,700,606</u>	<u>59,730,746</u>
<b>Non-current assets</b>			
1510	Financial assets at fair value through profit or loss - non-current	6(2) 2,198,873	1,999,300
1517	Financial assets at fair value through other comprehensive income - non-current	6(3) 326,509	381,581
1535	Financial assets at amortised cost - non-current	6(4) 494,151	445,025
1550	Investments accounted for using equity method	6(7) 228,674	218,383
1600	Property, plant and equipment, net	6(8) and 8 15,723,981	14,961,727
1755	Right-of-use assets	6(9) 681,754	782,664
1760	Investment property - net	6(10) and 8 3,607,596	3,771,591
1780	Intangible assets	6(11) 93,271	116,017
1840	Deferred income tax assets	6(29) 287,359	223,929
1900	Other non-current assets	6(13) and 8 721,715	1,095,424
15XX	<b>Total non-current assets</b>	<u>24,363,883</u>	<u>23,995,641</u>
1XXX	<b>Total assets</b>	<u>\$ 87,064,489</u>	<u>\$ 83,726,387</u>

(Continued)

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**DECEMBER 31, 2022 AND 2021**  
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2022 AMOUNT	December 31, 2021 AMOUNT	
<b>Current liabilities</b>				
2100	Short-term borrowings	6(14) and 8	\$ 2,898,048	\$ 1,624,355
2120	Financial liabilities at fair value through profit or loss - current	6(2)	489,058	59,354
2130	Contract liabilities - current	6(22)	638,011	271,893
2150	Notes payable		19,106	22,686
2170	Accounts payable		20,569,122	27,078,593
2180	Accounts payable - related parties	7	340,673	475,434
2200	Other payables	6(15)	15,413,984	14,106,451
2230	Income tax liabilities		3,274,586	2,884,344
2280	Lease liabilities - current		129,113	138,721
2300	Other current liabilities		288,378	93,263
21XX	<b>Total current liabilities</b>		<u>44,060,079</u>	<u>46,755,094</u>
<b>Non-current liabilities</b>				
2570	Deferred income tax liabilities	6(29)	246,201	397,258
2580	Lease liabilities - non-current		180,592	273,312
2600	Other non-current liabilities		237,337	266,927
25XX	<b>Total non-current liabilities</b>		<u>664,130</u>	<u>937,497</u>
2XXX	<b>Total liabilities</b>		<u>44,724,209</u>	<u>47,692,591</u>
<b>Equity attributable to owners of parent</b>				
	Share capital	6(18)		
3110	Common stock		7,518,464	7,452,927
	Capital surplus	6(19)		
3200	Capital surplus		8,060,466	7,182,465
	Retained earnings	6(20)		
3310	Legal reserve		6,694,115	6,102,860
3320	Special reserve		4,265,650	4,252,574
3350	Unappropriated retained earnings		12,082,195	9,974,608
	Other equity interest	6(21)		
3400	Other equity interest		( 2,654,468)	( 4,200,468)
3500	Treasury stocks	6(18) and 8	( 311,277)	( 311,277)
31XX	<b>Equity attributable to owners of the parent</b>		<u>35,655,145</u>	<u>30,453,689</u>
36XX	Non-controlling interest	4(3)	6,685,135	5,580,107
3XXX	<b>Total equity</b>		<u>42,340,280</u>	<u>36,033,796</u>
	Significant contingent liabilities and unrecognised contract commitments	9		
	Significant events after the balance sheet date	11		
3X2X	<b>Total liabilities and equity</b>		<u>\$ 87,064,489</u>	<u>\$ 83,726,387</u>

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

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**

(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

	Items	Notes	Year ended December 31	
			2022	2021
			AMOUNT	AMOUNT
4000	Sales revenue	6(22) and 7	\$ 115,748,378	\$ 107,474,079
5000	Operating costs	6(6)(27)(28) and 7	( 95,172,451)	( 88,571,844)
5900	Net operating margin		<u>20,575,927</u>	<u>18,902,235</u>
	Operating expenses	6(27)(28)		
6100	Selling expenses		( 3,150,308)	( 3,731,723)
6200	General and administrative expenses		( 3,414,440)	( 3,034,579)
6300	Research and development expenses		( 3,572,070)	( 3,481,205)
6450	Impairment loss determined in accordance with IFRS 9	12(2)	( 21,099)	( 41,710)
6000	Total operating expenses		<u>( 10,157,917)</u>	<u>( 10,289,217)</u>
6900	Operating profit		<u>10,418,010</u>	<u>8,613,018</u>
	Non-operating income and expenses			
7100	Interest income	6(23)	147,620	97,647
7010	Other income	6(24)	908,855	877,662
7020	Other gains and losses	6(25)	( 135,301)	( 103,181)
7050	Finance costs	6(26)	( 144,854)	( 59,671)
7060	Share of profit or loss of associates and joint ventures accounted for using equity method	6(7)	<u>2,706</u>	<u>26,146</u>
7000	Total non-operating income and expenses		<u>779,026</u>	<u>838,603</u>
7900	<b>Profit before income tax</b>		11,197,036	9,451,621
7950	Income tax expense	6(29)	( 2,181,259)	( 1,879,325)
8200	<b>Profit for the year</b>		<u>\$ 9,015,777</u>	<u>\$ 7,572,296</u>

(Continued)

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**

(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

Items	Notes	Year ended December 31	
		2022 AMOUNT	2021 AMOUNT
<b>Other comprehensive income</b>			
<b>Components of other comprehensive income (loss) that will not be reclassified to profit or loss</b>			
8311	Actuarial gain on defined benefit plan	6(17)	
		\$ 21,019	\$ 9,418
8316	Unrealized gain or loss on equity instruments at fair value through other comprehensive income	6(3)	
		(491,731)	402,372
8310	Other comprehensive (loss) income that will not be reclassified to profit or loss		
		(470,712)	411,790
<b>Components of other comprehensive income (loss) that will be reclassified to profit or loss</b>			
8361	Financial statements translation differences of foreign operations		
		2,069,003	(370,851)
8370	Share of other comprehensive income (loss) of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	6(7)	
		7,585	(131)
8360	Other comprehensive income (loss) that will be reclassified to profit or loss		
		2,076,588	(370,982)
8300	<b>Total other comprehensive income for the year</b>		
		\$ 1,605,876	\$ 40,808
8500	<b>Total comprehensive income for the year</b>		
		\$ 10,621,653	\$ 7,613,104
Profit attributable to:			
8610	Owners of the parent		
		\$ 7,320,081	\$ 6,154,426
8620	Non-controlling interest		
		\$ 1,695,696	\$ 1,417,870
Comprehensive income attributable to:			
8710	Owners of the parent		
		\$ 8,844,181	\$ 6,196,952
8720	Non-controlling interest		
		\$ 1,777,472	\$ 1,416,152
Earnings per share (in NTD dollars)			
9750	Basic earnings per share	6(30)	
		\$ 10.26	\$ 8.71
9850	Diluted earnings per share	6(30)	
		\$ 10.06	\$ 8.56

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

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**  
(Expressed in thousands of New Taiwan dollars)

Equity attributable to owners of the parent													
Notes	Retained Earnings					Other equity interest			Asset revaluation increment	Treasury stocks	Total	Non-controlling interest	Total equity
	Share capital - common stock	Total capital surplus, additional paid-in capital	Legal reserve	Special reserve	Total unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income						
<b>2021</b>													
	Balance at January 1, 2021	\$ 7,394,603	\$ 6,412,535	\$ 5,560,152	\$ 3,290,829	\$ 9,665,615	(\$ 2,802,749)	(\$ 2,815,388)	\$ 1,376,923	(\$ 311,277)	\$ 27,771,243	\$ 4,900,439	\$ 32,671,682
	Profit for 2021	-	-	-	-	6,154,426	-	-	-	-	6,154,426	1,417,870	7,572,296
	Other comprehensive income (loss) for 2021	-	-	-	-	9,597	( 356,416)	389,345	-	-	42,526	( 1,718)	40,808
	Total comprehensive income (loss)	-	-	-	-	6,164,023	( 356,416)	389,345	-	-	6,196,952	1,416,152	7,613,104
	Appropriations of 2020 earnings	-	-	-	-	-	-	-	-	-	-	-	-
	Legal reserve	-	-	542,708	-	( 542,708)	-	-	-	-	-	-	-
	Special reserve	-	-	-	961,745	( 961,745)	-	-	-	-	-	-	-
	Cash dividends	-	-	-	-	( 4,099,110)	-	-	-	-	( 4,099,110)	-	( 4,099,110)
	Employees' stock dividends	58,324	491,676	-	-	-	-	-	-	-	550,000	-	550,000
	Cash dividends paid to the subsidiaries	-	205,497	-	-	-	-	-	-	-	205,497	-	205,497
	Adjustments to share of changes in equity of associates and joint ventures	-	116,633	-	-	-	-	-	-	-	116,633	221,738	338,371
	Difference between proceeds from addition and disposal of subsidiary and book value	-	( 43,876)	-	-	( 243,650)	-	-	-	-	( 287,526)	287,526	-
	Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	-	( 797,890)	( 797,890)
	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	( 8,218)	-	8,218	-	-	-	-	-
	Disposals of investment property	-	-	-	-	401	-	-	( 401)	-	-	-	-
	Non-controlling interest adjustment	-	-	-	-	-	-	-	-	-	-	( 447,858)	( 447,858)
	Balance at December 31, 2021	\$ 7,452,927	\$ 7,182,465	\$ 6,102,860	\$ 4,252,574	\$ 9,974,608	(\$ 3,159,165)	(\$ 2,417,825)	\$ 1,376,522	(\$ 311,277)	\$ 30,453,689	\$ 5,580,107	\$ 36,033,796
<b>2022</b>													
	Balance at January 1, 2022	\$ 7,452,927	\$ 7,182,465	\$ 6,102,860	\$ 4,252,574	\$ 9,974,608	(\$ 3,159,165)	(\$ 2,417,825)	\$ 1,376,522	(\$ 311,277)	\$ 30,453,689	\$ 5,580,107	\$ 36,033,796
	Profit for 2022	-	-	-	-	7,320,081	-	-	-	-	7,320,081	1,695,696	9,015,777
	Other comprehensive income (loss) for 2022	-	-	-	-	17,034	1,980,211	( 473,145)	-	-	1,524,100	81,776	1,605,876
	Total comprehensive income (loss)	-	-	-	-	7,337,115	1,980,211	( 473,145)	-	-	8,844,181	1,777,472	10,621,653
	Appropriations of 2021 earnings	-	-	-	-	-	-	-	-	-	-	-	-
	Legal reserve	-	-	591,255	-	( 591,255)	-	-	-	-	-	-	-
	Special reserve	-	-	-	13,076	( 13,076)	-	-	-	-	-	-	-
	Cash dividends	-	-	-	-	( 4,586,263)	-	-	-	-	( 4,586,263)	-	( 4,586,263)
	Employees' stock dividends	65,537	514,463	-	-	-	-	-	-	-	580,000	-	580,000
	Cash dividends paid to the subsidiaries	-	227,916	-	-	-	-	-	-	-	227,916	-	227,916
	Adjustments to share of changes in equity of associates and joint ventures	-	132,723	-	-	-	-	-	-	-	132,723	359,081	491,804
	Difference between proceeds from addition and disposal of subsidiary and book value	-	2,899	-	-	-	-	-	-	-	2,899	( 2,899)	-
	Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	-	( 1,031,466)	( 1,031,466)
	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	( 38,934)	-	38,934	-	-	-	-	-
	Non-controlling interest adjustment	-	-	-	-	-	-	-	-	-	-	2,840	2,840
	Balance at December 31, 2022	\$ 7,518,464	\$ 8,060,466	\$ 6,694,115	\$ 4,265,650	\$ 12,082,195	(\$ 1,178,954)	(\$ 2,852,036)	\$ 1,376,522	(\$ 311,277)	\$ 35,655,145	\$ 6,685,135	\$ 42,340,280

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

**CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**YEARS ENDED DECEMBER 31, 2022 AND 2021**  
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		\$ 11,197,036	\$ 9,451,621
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(8)(9)(27)	3,101,178	2,879,979
Intangible assets amortization	6(11)(27)	91,106	79,775
Other non-current assets recognized as expenses	6(27)	28,646	27,685
Impairment loss determined in accordance with IFRS 9	12(2)	21,099	41,710
Share-based payments	6(17)	9,446	35,796
Interest income	6(23)	( 147,620 )	( 97,647 )
Dividend income	6(24)	( 281,090 )	( 117,568 )
Interest expense	6(26)	144,854	59,671
Net gain on financial assets and liabilities at fair value - derivative	6(2)(25)	( 1,293,002 )	( 913,249 )
Net loss on financial assets and liabilities at fair value - others	6(25)	726,845	23,326
Share of profit or loss of associates accounted for using equity method	6(7)	( 2,706 )	( 26,146 )
Gain arising from lease modifications	6(9)	( 226 )	( 1,092 )
(Gain) loss on disposal of property, plant and equipment	6(25)	( 87,401 )	115,420
Gain on disposals of investment property	6(25)	-	( 51,933 )
Loss on disposal of intangible assets	6(11)	74	2,533
Impairment loss of non-financial assets	6(11)(12)(25)	-	33,000
(Loss) gain on fair value adjustment of investment property	6(10)(25)	164,186	( 11,800 )
Accounts payable past due over two years transferred to other income	6(24)	( 16,794 )	( 211,538 )
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets and liabilities at fair value through profit or loss - current		1,784,993	1,072,236
Notes receivable		79,532	( 7,591 )
Accounts receivable		3,568,657	( 5,250,915 )
Accounts receivable - related parties		57,226	( 98,875 )
Other receivables		( 199,798 )	75,269
Inventories		3,042,572	( 6,104,369 )
Prepayments		170,849	22,945
Other current assets		( 3,981 )	( 13,505 )
Changes in operating liabilities			
Contract liabilities - current		366,118	86,163
Notes payable		( 3,580 )	1,294
Accounts payable		( 6,492,677 )	2,150,852
Accounts payable - related parties		( 134,761 )	( 10,530 )
Other payables		2,053,778	2,172,034
Other current liabilities		195,115	7,138
Other non-current liabilities		( 29,590 )	( 26,615 )
Cash inflow generated from operations		18,110,084	5,395,074
Interest received		137,872	64,861
Dividends received		281,090	117,493
Interest paid		( 146,871 )	( 54,632 )
Income tax paid		( 2,014,446 )	( 1,134,267 )
Net cash flows from operating activities		<u>16,367,729</u>	<u>4,388,529</u>

(Continued)

CHICONY ELECTRONICS CO., LTD. AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2022 AND 2021  
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2022	2021
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets and liabilities at fair value through profit or loss - others		( \$ 1,078,937 )	( \$ 1,625,485 )
Disposal of financial assets and liabilities at fair value through profit or loss - others		544,223	2,073,647
Disposal of financial assets at fair value through other comprehensive income	6(3)	48,111	156,971
Acquisition of property, plant and equipment	6(32)	( 1,731,632 )	( 3,213,286 )
Proceeds from disposal of property, plant and equipment		394,284	223,808
Acquisition of investment property	6(10)	( 191 )	( 1,714 )
Proceeds from disposal of investment property		-	145,869
Acquisition of intangible assets	6(11)	( 49,047 )	( 96,591 )
Increase in other non-current assets		( 1,658,847 )	( 35,229 )
Decrease (increase) in refundable deposits		30,508	( 97,162 )
Net cash flows used in investing activities		( 3,501,528 )	( 2,469,172 )
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term borrowings	6(33)	1,273,426	1,536,154
Decrease in long-term borrowings	6(33)	-	( 100,000 )
Repayment of lease liabilities		( 154,453 )	( 145,391 )
Payments to acquire treasury shares		( 4,358,347 )	( 3,893,613 )
Treasury stock transferred to employees		-	36,996
Change in non-controlling interests	6(31)	2,840	( 447,858 )
Cash dividend distributed by subsidiaries		( 1,031,466 )	( 797,890 )
Cash receipt from a subsidiary through capital increase establishment		220,469	-
Net cash flows used in financing activities		( 4,047,531 )	( 3,811,602 )
Effect of exchange rate changes		1,612,039	( 133,470 )
Net increase (decrease) in cash and cash equivalents		10,430,709	( 2,025,715 )
Cash and cash equivalents at beginning of year	6(1)	1,725,636	3,751,351
Cash and cash equivalents at end of year	6(1)	\$ 12,156,345	\$ 1,725,636

**CHICONY ELECTRONICS CO., LTD.**  
**PARENT COMPANY ONLY BALANCE SHEETS**  
(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2022 AMOUNT	December 31, 2021 AMOUNT
<b>Current assets</b>			
1100	Cash and cash equivalents	6(1) \$ 6,388,748	\$ 166,234
1110	Financial assets at fair value through profit or loss - current	6(2) 494,236	329,913
1120	Financial assets at fair value through other comprehensive income - current	6(3) 855,126	1,116,845
1150	Notes receivable, net	6(4) 23,413	26,748
1170	Accounts receivable, net	6(4) 7,854,442	9,342,003
1180	Accounts receivable - related parties	7 190,897	235,349
1200	Other receivables	20,354	30,428
1210	Other receivables - related parties	7 3,626,327	2,687,189
130X	Inventories, net	6(5) 1,310,555	1,557,151
1410	Prepayments	60,726	68,497
11XX	<b>Total current assets</b>	<b>20,824,824</b>	<b>15,560,357</b>
<b>Non-current assets</b>			
1510	Financial assets at fair value through profit or loss - non-current	6(2) 805,749	849,808
1517	Financial assets at fair value through other comprehensive income - non-current	6(3) 50,635	87,885
1550	Investments accounted for using equity method	6(6) 44,267,115	37,110,870
1600	Property, plant and equipment, net	6(7) and 8 1,840,538	1,877,339
1755	Right-of-use assets	6(8) 59,985	79,440
1760	Investment property, net	6(9) and 8 5,936,481	6,252,267
1780	Intangible assets	9,823	16,600
1900	Other non-current assets	8 14,528	17,370
15XX	<b>Total non-current assets</b>	<b>52,984,854</b>	<b>46,291,579</b>
1XXX	<b>Total assets</b>	<b>\$ 73,809,678</b>	<b>\$ 61,851,936</b>

(Continued)

**CHICONY ELECTRONICS CO., LTD.**  
**PARENT COMPANY ONLY BALANCE SHEETS**  
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity	Notes	December 31, 2022 AMOUNT	December 31, 2021 AMOUNT
<b>Current liabilities</b>			
2100	Short-term borrowings	\$ 1,500,000	\$ -
2150	Notes payable	3,546	3,546
2170	Accounts payable	290,486	321,073
2180	Accounts payable - related parties	19,345,714	16,040,633
2200	Other payables	4,110,187	3,487,401
2220	Other payables - related parties	10,033,235	9,045,438
2230	Income tax liabilities	2,033,275	1,472,318
2280	Lease liabilities - current	19,638	19,443
2300	Other current liabilities	7,389	11,030
21XX	<b>Total current liabilities</b>	<u>37,343,470</u>	<u>30,400,882</u>
<b>Non-current liabilities</b>			
2570	Deferred income tax liabilities	246,360	401,164
2580	Lease liabilities - non-current	41,548	61,186
2640	Accrued pension liabilities	140,496	154,960
2670	Other non-current liabilities	382,659	380,055
25XX	<b>Total non-current liabilities</b>	<u>811,063</u>	<u>997,365</u>
2XXX	<b>Total liabilities</b>	<u>38,154,533</u>	<u>31,398,247</u>
<b>Equity</b>			
	Share capital		
3110	Common stock	7,518,464	7,452,927
	Capital surplus		
3200	Capital surplus	8,060,466	7,182,465
	Retained earnings		
3310	Legal reserve	6,694,115	6,102,860
3320	Special reserve	4,265,650	4,252,574
3350	Unappropriated retained earnings	12,082,195	9,974,608
	Other equity interest		
3400	Other equity interest	( 2,654,468 )	( 4,200,468 )
3500	Treasury stocks	( 311,277 )	( 311,277 )
3XXX	<b>Total equity</b>	<u>35,655,145</u>	<u>30,453,689</u>
	Significant contingent liabilities and unrecognised contract commitments		
	Significant events after the balance sheet date		
3X2X	<b>Total liabilities and equity</b>	<u>\$ 73,809,678</u>	<u>\$ 61,851,936</u>

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

**CHICONY ELECTRONICS CO., LTD.**  
**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME**  
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

Items	Notes	Year ended December 31		
		2022	2021	
		AMOUNT	AMOUNT	
4000	Sales revenue	6(18) and 7	\$ 50,734,837	\$ 44,363,693
5000	Operating costs	6(5) and 7	( 43,482,049)	( 38,004,879)
5950	Net operating margin		7,252,788	6,358,814
	Operating expenses	6(22)(23) and 7		
6100	Selling expenses		( 841,308)	( 1,163,061)
6200	General and administrative expenses		( 915,801)	( 824,008)
6300	Research and development expenses		( 1,406,123)	( 1,327,338)
6450	Impairment loss determined in accordance with IFRS 9	12(2)	( 4,895)	( 2,341)
6000	Total operating expenses		( 3,168,127)	( 3,316,748)
6900	Operating profit		4,084,661	3,042,066
	Non-operating income and expenses			
7100	Interest income	6(19) and 7	56,177	17,251
7010	Other income	6(20) and 7	490,612	334,778
7020	Other gains and losses	6(21)	( 2,495,458)	467,019
7050	Finance costs	6(24) and 7	( 12,201)	( 44,773)
7070	Share of profit of associates and joint ventures accounted for using equity method, net	6(6)	6,250,787	3,117,924
7000	Total non-operating income and expenses		4,289,917	3,892,199
7900	<b>Profit before income tax</b>		8,374,578	6,934,265
7950	Income tax expense	6(25)	( 1,054,497)	( 779,839)
8200	<b>Profit (loss) for the year</b>		\$ 7,320,081	\$ 6,154,426
	<b>Other comprehensive income</b>			
	<b>Components of other comprehensive income that will not be reclassified to profit or loss</b>			
8311	Actuarial gains on defined benefit plans	6(13)	\$ 13,157	\$ 9,880
8316	Unrealised gains from investments in equity instruments measured at fair value through other comprehensive income		( 254,809)	212,864
8330	Share of other comprehensive (loss) income of associates and joint ventures accounted for using equity method		( 214,459)	176,198
8310	Other comprehensive (loss) income that will not be reclassified to profit or loss		( 456,111)	398,942
	<b>Components of other comprehensive income that will be reclassified to profit or loss</b>			
8361	Exchange differences on translation of foreign operations	6(17)	1,972,626	( 356,285)
8380	Share of other comprehensive loss of associates and joint ventures accounted for using equity method	6(17)	7,585	( 131)
8360	Other comprehensive loss that will be reclassified to profit or loss		1,980,211	( 356,416)
8300	<b>Other comprehensive income for the year</b>		\$ 1,524,100	\$ 42,526
8500	<b>Total comprehensive income for the year</b>		\$ 8,844,181	\$ 6,196,952
	Earnings per share (in NT dollars)	6(26)		
9750	Basic earnings per share		\$ 10.26	\$ 8.71
9850	Diluted earnings per share		\$ 10.06	\$ 8.56

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

**CHICONY ELECTRONICS CO., LTD.**  
**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY**  
(Expressed in thousands of New Taiwan dollars)

	Notes	Retained Earnings					Other Equity Interest				Total equity
		Share capital - common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Asset revaluation increment	Treasury stocks	
<b>2021</b>											
Balance at January 1, 2021		\$ 7,394,603	\$ 6,412,535	\$ 5,560,152	\$ 3,290,829	\$ 9,665,615	(\$ 2,802,749)	(\$ 2,815,388)	\$ 1,376,923	(\$ 311,277)	\$ 27,771,243
Profit for 2021		-	-	-	-	6,154,426	-	-	-	-	6,154,426
Other comprehensive income (loss) for 2021	6(17)	-	-	-	-	9,597	( 356,416 )	389,345	-	-	42,526
Total comprehensive income (loss)		-	-	-	-	6,164,023	( 356,416 )	389,345	-	-	6,196,952
Appropriations of 2020 earnings:	6(16)										
Legal reserve		-	-	542,708	-	( 542,708 )	-	-	-	-	-
Special reserve		-	-	-	961,745	( 961,745 )	-	-	-	-	-
Cash dividends		-	-	-	-	( 4,099,110 )	-	-	-	-	( 4,099,110 )
Employees' stock dividends	6(14)	58,324	491,676	-	-	-	-	-	-	-	550,000
Cash dividends paid to the subsidiaries		-	205,497	-	-	-	-	-	-	-	205,497
Adjustments to share of changes in equity of associates and joint ventures		-	116,633	-	-	-	-	-	-	-	116,633
Difference between proceeds from addition and disposal of subsidiary and book value		-	( 43,876 )	-	-	( 243,650 )	-	-	-	-	( 287,526 )
Disposal of financial assets at fair value through other comprehensive income		-	-	-	-	( 8,218 )	-	8,218	-	-	-
Disposal of investment property		-	-	-	-	401	-	-	( 401 )	-	-
Balance at December 31, 2021		\$ 7,452,927	\$ 7,182,465	\$ 6,102,860	\$ 4,252,574	\$ 9,974,608	(\$ 3,159,165)	(\$ 2,417,825)	\$ 1,376,522	(\$ 311,277)	\$ 30,453,689
<b>2022</b>											
Balance at January 1, 2022		\$ 7,452,927	\$ 7,182,465	\$ 6,102,860	\$ 4,252,574	\$ 9,974,608	(\$ 3,159,165)	(\$ 2,417,825)	\$ 1,376,522	(\$ 311,277)	\$ 30,453,689
Profit for 2022		-	-	-	-	7,320,081	-	-	-	-	7,320,081
Other comprehensive income (loss) for 2022	6(17)	-	-	-	-	17,034	1,980,211	( 473,145 )	-	-	1,524,100
Total comprehensive income		-	-	-	-	7,337,115	1,980,211	( 473,145 )	-	-	8,844,181
Appropriations of 2021 earnings:	6(16)										
Legal reserve		-	-	591,255	-	( 591,255 )	-	-	-	-	-
Special reserve		-	-	-	13,076	( 13,076 )	-	-	-	-	-
Cash dividends		-	-	-	-	( 4,586,263 )	-	-	-	-	( 4,586,263 )
Employees' stock dividends	6(14)	65,537	514,463	-	-	-	-	-	-	-	580,000
Cash dividends paid to the subsidiaries		-	227,916	-	-	-	-	-	-	-	227,916
Adjustments to share of changes in equity of associates and joint ventures		-	132,723	-	-	-	-	-	-	-	132,723
Difference between proceeds from addition and disposal of subsidiary and book value		-	2,899	-	-	-	-	-	-	-	2,899
Disposal of financial assets at fair value through other comprehensive income		-	-	-	-	( 38,934 )	-	38,934	-	-	-
Balance at December 31, 2022		\$ 7,518,464	\$ 8,060,466	\$ 6,694,115	\$ 4,265,650	\$ 12,082,195	(\$ 1,178,954)	(\$ 2,852,036)	\$ 1,376,522	(\$ 311,277)	\$ 35,655,145

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

**CHICONY ELECTRONICS CO., LTD.**  
**PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS**  
(Expressed in thousands of New Taiwan dollars)

	Notes	Years ended December 31	
		2022	2021
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		\$ 8,374,578	\$ 6,934,265
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(7)(8)(22)	77,140	82,278
Amortisation	6(22)	21,668	17,851
Impairment loss determined in accordance with IFRS 9	12(2)	4,895	2,341
Interest income	6(19)	( 56,177 )	( 17,251 )
Dividend income	6(20)	( 93,118 )	( 52,394 )
Interest expense	6(24)	12,201	44,773
Net (loss) gain on financial assets and liabilities at fair value through profit or loss	6(2)(21)	267,438	( 114,611 )
Share of profit of associates accounted for using equity method	6(6)	( 6,250,787 )	( 3,117,924 )
Gain on disposal of investment property	6(21)	-	( 51,933 )
(Loss) gain on fair value adjustment of investment property	6(9)(21)	315,977	( 5,807 )
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable, net		3,335	( 16,586 )
Accounts receivable		1,482,666	( 1,913,281 )
Accounts receivable - related parties		44,452	( 137,164 )
Other receivables		10,074	28,685
Other receivables - related parties		( 1,147,298 )	667,150
Inventories, net		246,596	( 435,317 )
Prepayments		7,771	27,231
Changes in operating liabilities			
Notes payable		-	( 117 )
Accounts payable		( 30,587 )	47,949
Accounts payable - related parties		3,305,081	94,897
Other payables		1,200,546	768,283
Other payables - related parties		63,525	96,161
Other current liabilities		( 3,641 )	169
Defined benefit obligation - non-current		( 1,307 )	( 1,541 )
Cash inflow generated from operations		7,855,028	2,948,107
Interest received		56,177	17,251
Dividends received		1,309,694	988,485
Interest paid		( 14,382 )	( 43,017 )
Income tax paid		( 643,919 )	( 446,968 )
Net cash flows from operating activities		<u>8,562,598</u>	<u>3,463,858</u>

(Continued)

**CASH FLOWS FROM INVESTING ACTIVITIES**

Acquisition of financial assets and liabilities at fair value through profit or loss		(\$	768,733 )	(\$	525,863 )
Proceeds from disposal of financial assets and liabilities at fair value through profit or loss			381,031		686,266
Proceeds from disposal of financial assets and liabilities at fair value through other comprehensive income			44,159		69,734
Acquisition of investments accounted for using equity method			-	(	734,351 )
Proceeds from disposal of investments accounted for using equity method			6,403		23,527
Decrease in other receivables - related parties			208,160		117,240
Acquisition of property, plant and equipment	6(7)	(	19,975 )	(	13,187 )
Acquisition of investment property	6(9)	(	191 )	(	1,714 )
Disposal of investment property			-		145,869
Acquisition of intangible assets		(	14,891 )	(	18,811 )
(Increase) decrease in refundable deposits		(	38 )		5
Decrease in other non-current assets			1,971		1,063
Net cash flows used in investing activities		(	162,104 )	(	250,222 )

**CASH FLOWS FROM FINANCING ACTIVITIES**

Increase in short-term borrowings			1,500,000		-
Increase in other payables - related parties	6(27)		924,272		408,166
Payment of cash dividends	6(16)	(	4,586,263 )	(	4,099,110 )
(Decrease) increase in guarantee deposits received			3,454	(	3,624 )
Repayment of lease liabilities	6(27)	(	19,443 )	(	19,249 )
Net cash flows used in financing activities		(	2,177,980 )	(	3,713,817 )
Net increase (decrease) in cash and cash equivalents			6,222,514	(	500,181 )
Cash and cash equivalents at beginning of year	6(1)		166,234		666,415
Cash and cash equivalents at end of year	6(1)	\$	6,388,748	\$	166,234

**Attachment 4****Chicony Electronics CO., Ltd.  
2022 Earnings Distribution Table**

Unit: NTD\$

Item	Amount
Retained earnings after adjustment at the beginning of the period	\$4,762,113,534
Retained earnings at the beginning of the period (note 1)	4,784,012,949
Less: 2022 retained earnings adjustment (note 2)	(21,899,415)
Distributable earnings of the fiscal year	\$8,201,445,312
2022 net profits after tax	7,320,081,706
Legal reserves set aside	(729,818,229)
Reverse of Special reserve	1,611,181,835
Distributable retained earnings as of the end of the year	\$12,963,558,846
Cash dividends for shareholders NT\$7.5 (note 3)	(\$5,700,398,790)
Undistributed earnings by the end of the period	\$7,263,160,056
Note:	
1. It refers to the retained earnings after the 2021 earnings distribution approved by the 2022 Shareholders' Meeting.	
2. It refers to the items of adjusted retained earnings after accounting treatment, which includes the following items:	
(1) Actuarial gain of \$13,157,142 of defined benefit plan.	
(2) Retained earnings of \$3,877,359 adjusted by investment adopting equity method	
(3) Loss of \$38,933,916 from disposal of equity instruments measured at fair value through other comprehensive income	
3. Total number outstanding shares is 760,053,172 shares	
4. Cash dividend distribution was approved by the board meeting and will be presented in the shareholders' meeting.	

Chairman: Kent Hsu

Manager: Roger Lu

Accounting Officer: Molly Lin

Attachment 5

Chicony Electronics CO., Ltd.

Comparison Table for the original articles and amendments of “Rules for Procedure for Shareholders Meetings”

Article Number	Original Article	Amended Article	Description
2	<p>Unless otherwise provided by law or regulation, the Company’s shareholders meetings shall be convened by the Board of Directors. The Company shall prepare electronic versions of the shareholders meeting notice 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) <b><u>30 days before the date of a regular shareholders meeting or 15 days before the date of a special shareholders meeting.</u></b> The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS <b><u>21 days before the date of the regular shareholders meeting or 15 days before the date of the special shareholders meeting.</u></b> In addition, <b><u>15 days prior to the date of the shareholders meeting.</u></b> the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being <b><u>distributed on-site at the meeting place.</u></b></p> <p>[Omitted]</p>	<p>Unless otherwise provided by law or regulation, the Company’s shareholders meetings shall be convened by the Board of Directors.</p> <p><b><u>Change of the way the shareholders meeting being held should be resolved by the Board of Directors, and should be done no later than before sending out the Shareholders Meeting Notice.</u></b></p> <p>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) <b><u>before the deadline of related regulations.</u></b> The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS <b><u>before the deadline.</u></b> The Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.</p> <p><b><u>The aforementioned shareholders meeting agenda and supplemental meeting materials shall be reviewed by shareholders at the shareholder meeting in the following ways:</u></b>  <b><u>(1) Distributed on-site at the physical shareholder meeting</u></b>  <b><u>(2) At hybrid shareholder meeting,</u></b></p>	<p>Revised in accordance with Article 3 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501</p>

Article Number	Original Article	Amended Article	Description
		<p><b><u>the data should be distributed on-site at the physical meeting and electronic files be submitted to the e-Meeting Platform</u></b>  <b><u>(3) Electronic files should be submitted to the e-Meeting Platform at on-line shareholder meeting</u></b></p> <p>[Omitted]</p>	
3	<p>[Omitted]</p> <p>After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p>	<p>[Omitted]</p> <p>After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail. <b><u>After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting on-line, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</u></b></p>	<p>Revised in accordance with Article 4 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501</p>
4	<p>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.</p>	<p>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.</p> <p><b><u>When the company holds an on-line shareholder meeting, the venue is not limited by the above mentioned.</u></b></p>	<p>Revised in accordance with Article 5 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501</p>
6	<p>The time during which shareholder</p>	<p><b><u>The company should state</u></b></p>	<p>Revised in</p>

Article Number	Original Article	Amended Article	Description
	<p>attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.</p> <p><b><u>Shareholders and their proxies (collectively, "shareholders")</u></b> shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>[Omitted]</p>	<p><b><u>shareholders, solicitors, proxies (collectively, "shareholders"), time, venue and other related information in the meeting notice.</u></b></p> <p><b><u>The Aforementioned</u></b> time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.</p> <p><b><u>Registration for online shareholder meeting should be 30 minutes prior to the time the meeting commences.</u></b></p> <p><b><u>Shareholders who completed registration at the e-Meeting Platform are deemed as attending the shareholder meeting in person.</u></b></p> <p>Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> <p>[Omitted]</p> <p><b><u>When shareholder meeting is held on line, shareholders who want to attend should register to the company 2 days before the meeting commences.</u></b></p> <p><b><u>When shareholder meeting is held online, the company should upload the meeting agenda, annual report and other related data to the e-Meeting platform at east 30 minutes prior to the meeting commences and should continue to do so until the meeting ends.</u></b></p>	<p>accordance with Article 6 of the sample "Rules for Shareholders Meetings of OO Company" of Letter No. Taiwan-Stock-Governance-11 100042501</p>
6-1		<b><u>The company should state the following information in the</u></b>	Amended in

Article Number	Original Article	Amended Article	Description
		<p><u>meeting notice when holding online shareholder meeting:</u></p> <p><u>1. Shareholders' attendance of online meeting and exercise of rights.</u></p> <p><u>2. When the e-Meeting platform fails or shareholders have difficulties attending virtually due to disasters, incidents or other force majeure events, countermeasures should at least include the following items:</u></p> <p><u>(1) The time and date of the postponed meeting or the reconvened meeting due to unresolved situation mentioned above.</u></p> <p><u>(2) Shareholders who have not registered their online attendance at the affected meeting will not be allowed to attend the postponed or reconvened meeting.</u></p> <p><u>(3) When online meeting can not continue to be conducted in the hybrid shareholder meeting, the shareholder meeting should continue if the total number of shares represented at the shareholder meeting after deduction of the number of shares represented by shareholders attending online still reaches the legal quorum for convening of the shareholder meeting, the affected meeting will continue in session. The shares of shareholders who attend online will be counted towards the total number of shares represented by the shareholders attending the meeting. Shareholders who attend virtually will be deemed to abstain from voting on all proposals on meeting agenda of that shareholder meeting.</u></p> <p><u>(4) Countermeasure includes when the outcomes of all proposals have been announced and an extraordinary motion is not put forward.</u></p>	<p>accordance with Article 6-1 of the sample "Rules for Procedure for Shareholders Meetings of OO Company" of Letter No. Taiwan-Stock-Governance-11 100042501</p>

Article Number	Original Article	Amended Article	Description
		<b><u>3. When conducting online shareholder meeting, the company should state proper alternatives to shareholders who have difficulties attending virtually.</u></b>	
7	The Company shall make an uninterrupted audio and video recording of the whole proceeding of the meeting, and the recorded materials shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.	The Company shall make an uninterrupted audio and video recording of the whole proceeding of the meeting, and the recorded materials shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. <b><u>When the shareholder meeting is conducted virtually, the company should preserve all the data, including shareholders' registry, enrollment, check-ins, questions, votes along with the voting results, and make an uninterrupted audio and video recording of the online meeting.</u></b> <b><u>The company should retain the aforementioned audio and video data for the duration of the existence of the Company and should provide the data to be preserved by agencies entrusted to handle virtual meetings.</u></b>	Revised in accordance with Article 8 of the sample "Rules for Procedure for Shareholders Meetings of OO Company" of Letter No. Taiwan-Stock-Governance-11 100042501
8	Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.  The chair shall call the meeting to order at the appointed meeting time and also announce the information regarding the number of attendees without voting rights and number of shares represented by the attendees. However, when the attending	Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book, sign-in cards handed in and <b><u>virtual check-ins</u></b> plus the number of shares whose voting rights are exercised by correspondence or electronically.  The chair shall call the meeting to order at the appointed meeting time and also announce the information regarding the number of attendees without voting rights and number of shares represented by the attendees. However, when the attending	Revised in accordance with Article 9 of the sample "Rules for Procedure for Shareholders Meetings of OO Company" of Letter No. Taiwan-Stock-Governance-11 100042501

Article Number	Original Article	Amended Article	Description
	<p>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 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting cancelled.</p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.</p> <p>[Omitted]</p>	<p>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 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting cancelled; <b><u>if the shareholder meeting is held virtually, the company should announce the meeting cancelled at e-Meeting platform.</u></b></p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month. <b><u>if the shareholder meeting is held virtually, shareholders who want to attend virtually should register to the company according to article 6.</u></b></p> <p>[Omitted]</p>	
10	<p>[Omitted]</p> <p>When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.</p> <p>After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.</p>	<p>[Omitted]</p> <p>When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.</p> <p>After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.</p> <p><b><u>If the shareholder meeting is held virtually, shareholders who attend shareholder meeting virtually can</u></b></p>	<p>Revised in accordance with Article 11 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501</p>

Article Number	Original Article	Amended Article	Description
		<p><b><u>text questions between the commencement of the meeting and the end of the meeting at the e-Meeting platform; for each proposal, questions are limited to two; for each question, words are limited to 200 characters, not applicable to article 1 to 5.</u></b></p>	
12	<p>[Omitted]</p> <p>After a shareholder has exercised voting rights by electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2 business days prior to the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by electronic means shall prevail.</p> <p>[Omitted]</p> <p>Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.</p>	<p>[Omitted]</p> <p>After a shareholder has exercised voting rights by <b>written or</b> electronic means, in the event the shareholder intends to attend the shareholders meeting in person <b>or virtually</b>, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2 business days prior to the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by electronic means shall prevail.</p> <p>[Omitted]</p> <p>Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.</p> <p><b><u>If the company holds shareholder meeting virtually, shareholders who attend shareholder meeting virtually can exercise their voting rights for all proposals and election proposals at the e-Meeting Platform between the commencement of the meeting and the end of the voting time</u></b></p>	<p>Revised in accordance with Article 13 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501</p>

Article Number	Original Article	Amended Article	Description
		<p><b><u>announced by the chairperson. Shareholders who cast late-arriving ballots after the end of the voting time will be deemed to have waived their voting rights.</u></b></p> <p><b><u>If shareholder meeting is held virtually, vote counting should be done right after the chairperson announces the end of the voting and voting results and elections outcomes should be announced.</u></b></p> <p><b><u>When the company holds a hybrid shareholder meeting, shareholders who already registered to attend virtually according to article 6 intend to attend the shareholders meeting in person should cancel the registration in the same way they make registration 2 days before the shareholder meeting commences. Shareholders who can not cancel registration in time can only attend shareholder meeting virtually.</u></b></p> <p><b><u>Shareholders who have exercised voting rights by written or electronic means without cancelation but attend the shareholder meeting virtually can not exercise voting rights, except on motions, regarding original proposals, make amendments to the original proposals or exercise voting rights regarding the amendments to the original proposal.</u></b></p>	
15	<p>[Omitted]</p> <p>The minutes of a shareholders' meeting shall record the date and place of the meeting, name of the chairperson, method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting (including statistical tallies of the numbers of votes), and shall disclose the number of votes won</p>	<p>[Omitted]</p> <p>The minutes of a shareholders' meeting shall record the date and place of the meeting, name of the chairperson, method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting (including statistical tallies of the numbers of votes), and shall disclose the number of votes won by each</p>	<p>Revised in accordance with Article 15 of the sample "Rules for Procedure for Shareholders Meetings of OO Company" of Letter No. Taiwan-Stock-</p>

Article Number	Original Article	Amended Article	Description
	<p>by each candidate, in the case of the election for directors. The meeting minutes shall be retained for the duration of the existence of the Company.</p> <p><u>Where the resolutions made in preceding paragraph are required to be publicly announced in accordance with laws and regulations, such announcement shall be made in accordance with laws and regulations.</u></p> <p><u>Other matters of meeting minutes shall be conducted in accordance with Article 183 of the Company Act and laws and regulations concerned.</u></p>	<p>candidate, in the case of the election for directors. The meeting minutes shall be retained for the duration of the existence of the Company.</p> <p><u>If the shareholder meeting is held virtually, except recording pursuant to the regulation mentioned above, the minutes should also record the time the meeting commences and ends, the way the meeting is held, the names of the chairman and minute taker, and countermeasures against the failures of e-Meeting platform or difficulties impeding shareholders to attend virtually due to disasters, incidents or other force majeure events.</u></p> <p><u>When the company holds virtual shareholder meeting, except pursuant to the aforementioned regulations, the company should state in the meeting minutes the alternatives for shareholders who have difficulties attending virtually.</u></p>	Governance-11 100042501
17	<p>On the day of a shareholders meeting, the Company shall collect and compile in the prescribed format a statistical statement and shall make an express disclosure of the same at the place of the shareholders meeting in accordance with Article 12 and Article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.</p>	<p>On the day of a shareholders meeting, the Company shall collect and compile in the prescribed format a statistical statement and shall make an express disclosure of the same at the place of the shareholders meeting in accordance with Article 12 and Article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies. <u>If shareholder meeting is held virtually, the company should upload the above mentioned data to e-Meeting Platform at least 30 minutes before the meeting commences and continue to disclose until the meeting ends.</u></p> <p><u>When the company holds the shareholder meeting virtually, the chairman shall disclose the number of shares represented by the attendees at e-Meeting Platform when calling the meeting to order; the same rules also apply if the</u></p>	Revised in accordance with Article 16 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501

Article Number	Original Article	Amended Article	Description
		<u>number of shares represented by the attendees and voting rights are counted during the meeting.</u>	
18	<u>In regard to all matters not provided for in these Rules, the Company Act and regulations by competent authority shall govern.</u>	<u>When shareholder meeting is held virtually, the voting result of each proposal and outcomes of elections should be disclosed in time at e-Meeting Platform by regulation after the voting ends, and should be disclosed continuously for at least 15 minutes after the chairman announces meeting adjourned.</u>	Revised in accordance with Article 19 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501. Original Article 18 is revised to Article 22
19	<u>These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.</u>	<u>When the company holds shareholder meeting virtually, the chairman and minute taker should be at the same location domestically, and the chairman should announce the address of the location during the meeting.</u>	Revised in accordance with Article 19 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501. Original Article 19 is revised to Article 23
20		<u>If shareholder meeting is held virtually, in the event that the e-Meeting Platform fails or shareholders have difficulty attending virtually for over 30 minutes due to natural disasters, incidents, or other force majeure events before the chairman announces meeting adjourned, the Company should postpone or reconvene the meeting within 5 days, not applicable to article 182</u>	Amended in accordance with Article 21 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-

Article Number	Original Article	Amended Article	Description
		<p><u>of Corporation Law.</u></p> <p><u>Shareholders who have not registered their online attendance at the affected meeting will not be allowed to attend the postponed or reconvened meeting.</u></p> <p><u>For shareholders who have registered to attend the affected meeting online and have completed check-in process but does not attend the postponed or reconvened meeting held according to the 1<sup>st</sup> paragraph, their number of shares, exercised voting rights and election rights should be counted into the number of shares represented by attendees, number of voting rights and number of election rights in the postponed or reconvened meeting.</u></p> <p><u>In the postponed or reconvened shareholder meeting held according to the 1<sup>st</sup> paragraph, there is no need to re-discuss and resolute again the proposals if the voting and votes counting have been completed and the resolution or the elected list of the board of directors have been announced.</u></p> <p><u>When online meeting can not be continued to be conducted in the hybrid shareholder meeting, the shareholder meeting should continue if the total number of shares represented at the shareholder meeting after deduction of the number of shares represented by shareholders attending online still reaches the legal quorum for convening of the shareholder meeting, the affected meeting will continue in session, no need to postpone or reconvene according to the regulation stated in the 1<sup>st</sup> paragraph.</u></p> <p><u>In the event that the affected</u></p>	<p>Governance-11 100042501</p>

Article Number	Original Article	Amended Article	Description
		<p><u>shareholder meeting still continues, the shares of shareholders who attend online will be counted towards the total number of shares represented by the shareholders attending the meeting, but will be deemed to abstain from voting on all proposals on meeting agenda of that shareholder meeting.</u></p> <p><u>For shareholder meeting postponed or reconvened according to paragraph 1, the company should arrange related preparations pursuant to item 7 of article 44-20 of Regulations Governing the Administration of Shareholder Services of Public Companies.</u></p> <p><u>According to the later part of article 12 and item 3 of article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and the time period stated in item 2 of article 44-5, article 44-15, item 1 of article 44-17, the company should arrange the date of the postponed or reconvened shareholder meeting.</u></p>	
21		<p><u>When the company holds shareholder meeting virtually, the company should provide proper alternatives to shareholders who have difficulties attending virtually.</u></p>	Amended in accordance with Article 22 of the sample “Rules for Procedure for Shareholders Meetings of OO Company” of Letter No. Taiwan-Stock-Governance-11 100042501
22		In regard to all matters not provided for in these Rules, the Company Act and regulations by competent authority shall govern.	Original Article 18 is revised to Article 22

Article Number	Original Article	Amended Article	Description
23		These rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.	Original Article 19 is revised to Article 23

## Attachment 6

Amended by 2023 Shareholders' Meeting on May 30, 2023

### Chicony Electronics CO., Ltd.

#### Rules for Procedure for Shareholders Meetings

1. These rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be conducted as provided in these Rules.
2. Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the Board of Directors.

**Change of the way the shareholders meeting being held should be resolved by the Board of Directors, and should be done no later than before sending out the Shareholders Meeting Notice.**

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) **before the deadline of related regulations**. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS **before the deadline**. The Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

**The aforementioned shareholders meeting agenda and supplemental meeting materials shall be reviewed by shareholders at the shareholder meeting in the following ways:**

**(1) Distributed on-site at the physical shareholder meeting**

**(2) At hybrid shareholder meeting, the data should be distributed on-site at the physical meeting and electronic files be submitted to the e-Meeting Platform**

**(3) Electronic files should be submitted to the e-Meeting Platform at on-line shareholder meeting**

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, capital decrease, application for cease of the status as a public company, approval of termination of non-competition restrictions imposed on directors, capital increase from earnings, and capital increase from reserve, the dissolution, merger, or demerger of the corporation, or any matter under Paragraph 1, Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The reasons for convening the shareholders' meeting have expressly specified the reelection of directors and the date of appointment. Upon completion of the reelection, the date of appointment cannot be changed through any extemporary motion or in any other manner at the same meeting.

Shareholder holding one percent or more of the total number of issued shares may present a motion to the Company at a general shareholders' meeting. Shareholders may propose any suggested motions in order to urge that the Company enhance the public interest or fulfill its

corporate social responsibility, provided that procedurally each shareholder is allowed to propose one single motion, pursuant to Article 172-1 of the Company Act, and any additional motions will be excluded from the agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce that it will receive shareholder proposals in written or electronic form, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and if containing more than 300 words, the proposal will not be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

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

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company 5 days prior to the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received the earliest shall prevail, unless a declaration is made to cancel the previous proxy appointment. After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

**After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting on-line, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.**

4. 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.

**When the company holds an on-line shareholder meeting, the venue is not limited by the above mentioned.**

5. If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman of the Company. When the Chairman is on leave or for any reason unable to exercise the powers of the chairperson, the proxy shall be conducted in accordance with Paragraph 3, Article 208 of the Company Act.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders meetings convened by the Board of Directors be chaired by the Chairman of the Company in person and attended by a majority of the directors and at least one supervisor in person. The attendance shall be recorded in the meeting minutes.

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

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

6. **The company should state shareholders, solicitors, proxies (collectively, “shareholders”), time, venue and other related information in the meeting notice.**

**The aforementioned** time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

**Registration for online shareholder meeting should be 30 minutes prior to the time the meeting commences. Shareholders who completed registration at the e-Meeting Platform are deemed as attending the shareholder meeting in person.**

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

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

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

**When shareholder meeting is held on line, shareholders who want to attend should register to the company 2 days before the meeting commences.**

**When shareholder meeting is held online, the company should upload the meeting agenda, annual report and other related data to the e-Meeting platform at least 30 minutes prior to the meeting commences and should continue to do so until the meeting ends.**

**6-1. The company should state the following information in the meeting notice when holding online shareholder meeting:**

**1. Shareholders' attendance of online meeting and exercise of rights.**

**2. When the e-Meeting platform fails or shareholders have difficulties attending virtually due to disasters, incidents or other force majeure events, countermeasures should at least include the following items:**

**(1) The time and date of the postponed meeting or the reconvened meeting due to unresolved situation mentioned above.**

**(2) Shareholders who have not registered their online attendance at the affected meeting will not be allowed to attend the postponed or reconvened meeting.**

**(3) When online meeting can not continue to be conducted in the hybrid shareholder meeting, the shareholder meeting should continue if the total number of shares represented at the shareholder meeting after deduction of the number of shares represented by shareholders attending online still reaches the legal quorum for convening of the shareholder meeting, the affected meeting will continue in session. The shares of shareholders who attend online will be counted towards the total number of shares represented by the shareholders attending the meeting. Shareholders who attend virtually will be deemed to abstain from voting on all proposals on meeting agenda of that shareholder meeting.**

**(4) Countermeasure includes when the outcomes of all proposals have been announced and an extraordinary motion is not put forward.**

**3. When conducting online shareholder meeting, the company should state proper alternatives to shareholders who have difficulties attending virtually.**

7. The Company shall make an uninterrupted audio and video recording of the whole proceeding of the meeting, and the recorded materials shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

**When the shareholder meeting is conducted virtually, the company should preserve all the data, including shareholders' registry, enrollment, check-ins, questions, votes along with the voting results, and make an uninterrupted audio and video recording of the online meeting.**

**The company should retain the aforementioned audio and video data for the duration of the existence of the Company and should provide the data to be preserved by agencies entrusted to handle virtual meetings.**

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

The chair shall call the meeting to order at the appointed meeting time and also announce the information regarding the number of attendees without voting rights and number of shares represented by the attendees. 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 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting cancelled; **if the shareholder meeting is held virtually, the company should announce the meeting cancelled at e-Meeting platform.**

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month. **If the shareholder meeting is held virtually, shareholders who want to attend virtually should register to the company according to article 6.**

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

9. If a shareholders meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Related motions (including extemporary motions and amendments to the original motions) shall be subject to the voting by poll one by one. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. 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, and then continue the meeting.

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

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

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

Except with the consent of the 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 agenda item, the chair may terminate the speech.

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

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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

**If the shareholder meeting is held virtually, shareholders who attend shareholder meeting virtually can text questions between the commencement of the meeting and the end of the meeting at the e-Meeting platform; for each proposal, questions are limited to two; for each question, words are limited to 200 characters, not applicable to article 1 to 5.**

11. Voting at a shareholders meeting shall be calculated based the number of shares.

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

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

12. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Paragraph 2, Article 179 of the Company Act.

When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by electronic means, and the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by electronic means will be

deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

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

After a shareholder has exercised voting rights by **written or** electronic means, in the event the shareholder intends to attend the shareholders meeting in person **or virtually**, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2 business days prior to the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by electronic means shall prevail.

When a shareholder has exercised voting rights by electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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.

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

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

**If the company holds shareholder meeting virtually, shareholders who attend shareholder meeting virtually can exercise their voting rights for all proposals and election proposals at the e-Meeting Platform between the commencement of the meeting and the end of the voting time announced by the chairperson. Shareholders who cast late-arriving ballots after the end of the voting time will be deemed to have waived their voting rights.**

**If shareholder meeting is held virtually, vote counting should be done right after the chairperson announces the end of the voting and voting results and elections outcomes should be announced.**

**When the company holds a hybrid shareholder meeting, shareholders who already registered to attend virtually according to article 6 intend to attend the shareholders meeting in person should cancel the registration in the same way they make registration 2 days before the shareholder meeting commences. Shareholders who can not cancel registration in time can only attend shareholder meeting virtually.**

**Shareholders who have exercised voting rights by written or electronic means without cancelation but attend the shareholder meeting virtually can not exercise voting rights, except on motions, regarding original proposals, make amendments to the original proposals or exercise voting rights regarding the amendments to the original proposal.**

13. 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 extraordinary 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 5 days in accordance with Article 182 of the Company Act.
14. The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected.  
The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.
15. Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.  
The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS. The minutes of a shareholders' meeting shall record the date and place of the meeting, name of the chairperson, method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting (including statistical tallies of the numbers of votes), and shall disclose the number of votes won by each candidate, in the case of the election for directors. The meeting minutes shall be retained for the duration of the existence of the Company.  
**If the shareholder meeting is held virtually, except recording pursuant to the regulation mentioned above, the minutes should also record the time the meeting commences and ends, the way the meeting is held, the names of the chairman and minute taker, and countermeasures against the failures of e-Meeting platform or difficulties impeding shareholders to attend virtually due to disasters, incidents or other force majeure events. When the company holds virtual shareholder meeting, except pursuant to the aforementioned regulations, the company should state in the meeting minutes the alternatives for shareholders who have difficulties attending virtually.**
16. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."  
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.
17. On the day of a shareholders meeting, the Company shall collect and compile in the prescribed format a statistical statement and shall make an express disclosure of the same at the place of

the shareholders meeting in accordance with Article 12 and Article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies. **If shareholder meeting is held virtually, the company should upload the above mentioned data to e-Meeting Platform at least 30 minutes before the meeting commences and continue to disclose until the meeting ends.**

**When the company holds the shareholder meeting virtually, the chairman shall disclose the number of shares represented by the attendees at e-Meeting Platform when calling the meeting to order; the same rules also apply if the number of shares represented by the attendees and voting rights are counted during the meeting.**

- 18. When shareholder meeting is held virtually, the voting result of each proposal and outcomes of elections should be disclosed in time at e-Meeting Platform by regulation after the voting ends, and should be disclosed continuously for at least 15 minutes after the chairman announces meeting adjourned.**
- 19. When the company holds shareholder meeting virtually, the chairman and minute taker should be at the same location domestically, and the chairman should announce the address of the location during the meeting.**
- 20. If shareholder meeting is held virtually, in the event that the e-Meeting Platform fails or shareholders have difficulty attending virtually for over 30 minutes due to natural disasters, incidents, or other force majeure events before the chairman announces meeting adjourned, the Company should postpone or reconvene the meeting within 5 days, not applicable to article 182 of Corporation Law.**

**Shareholders who have not registered their online attendance at the affected meeting will not be allowed to attend the postponed or reconvened meeting.**

**For shareholders who have registered to attend the affected meeting online and have completed check-in process but does not attend the postponed or reconvened meeting held according to the 1<sup>st</sup> paragraph, their number of shares, exercised voting rights and election rights should be counted into the number of shares represented by attendees, number of voting rights and number of election rights in the postponed or reconvened meeting.**

**In the postponed or reconvened shareholder meeting held according to the 1<sup>st</sup> paragraph, there is no need to re-discuss and resolute again the proposals if the voting and votes counting have been completed and the resolution or the elected list of the board of directors have been announced.**

**When online meeting can not be continued to be conducted in the hybrid shareholder meeting, the shareholder meeting should continue if the total number of shares represented at the shareholder meeting after deduction of the number of shares represented by shareholders attending online still reaches the legal quorum for convening of the shareholder meeting, the affected meeting will continue in session, no need to postpone or reconvene according to the regulation stated in the 1<sup>st</sup> paragraph.**

**In the event that the affected shareholder meeting still continues, the shares of shareholders who attend online will be counted towards the total number of shares represented by the shareholders attending the meeting, but will be deemed to abstain from voting on all proposals on meeting agenda of that shareholder meeting.**

**For shareholder meeting postponed or reconvened according to paragraph 1, the company should arrange related preparations pursuant to item 7 of article 44-20 of Regulations Governing the Administration of Shareholder Services of Public Companies. According to the later part of article 12 and item 3 of article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and the time period stated in item 2 of article 44-5, article 44-15, item 1 of article 44-17, the company should arrange the date of the postponed or reconvened shareholder meeting.**

- 21. When the company holds shareholder meeting virtually, the company should provide proper alternatives to shareholders who have difficulties attending virtually.**
- 22.** In regard to all matters not provided for in these Rules, the Company Act and regulations by competent authority shall govern.
- 23.** These rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

## Appendix 1

Amended by 2021 Shareholders' Meeting on August 27, 2021

### **Chicony Electronics CO., Ltd.**

#### **Rules for Procedure for Shareholders Meetings**

1. These rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be conducted as provided in these Rules.

2. Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the Board of Directors.

The Company shall prepare electronic versions of the shareholders meeting notice 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. In addition, 15 days prior to the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place.

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, capital decrease, application for cease of the status as a public company, approval of termination of non-competition restrictions imposed on directors, capital increase from earnings, and capital increase from reserve, the dissolution, merger, or demerger of the corporation, or any matter under Paragraph 1, Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

The reasons for convening the shareholders' meeting have expressly specified the reelection of directors and the date of appointment. Upon completion of the reelection, the date of appointment cannot be changed through any extemporary motion or in any other manner at the same meeting.

Shareholder holding one percent or more of the total number of issued shares may present a motion to the Company at a general shareholders' meeting. Shareholders may propose any suggested motions in order to urge that the Company enhance the public interest or fulfill its corporate social responsibility, provided that procedurally each shareholder is allowed to propose one single motion, pursuant to Article 172-1 of the Company Act, and any additional motions will be excluded from the agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce that it will receive shareholder proposals in written or electronic form, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and if containing more than 300 words, the proposal will not be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

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

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company 5 days prior to the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received the earliest shall prevail, unless a declaration is made to cancel the previous proxy appointment. After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 2 business days prior to the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

4. 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.
5. If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman of the Company. When the Chairman is on leave or for any reason unable to exercise the powers of the chairperson, the proxy shall be conducted in accordance with Paragraph 3, Article 208 of the Company Act.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders meetings convened by the Board of Directors be chaired by the Chairman of the Company in person and attended by a majority of the directors and at least one supervisor in person. The attendance shall be recorded in the meeting minutes.

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

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

6. The time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or

attending shareholders may hand in a sign-in card in lieu of signing in.

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

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

7. The Company shall make an uninterrupted audio and video recording of the whole proceeding of the meeting, and the recorded materials shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

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

The chair shall call the meeting to order at the appointed meeting time and also announce the information regarding the number of attendees without voting rights and number of shares represented by the attendees. 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 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting cancelled.

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

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

9. If a shareholders meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Related motions (including extemporary motions and amendments to the original motions) shall be subject to the voting by poll one by one. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. 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, and then continue the meeting.

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

10. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the

speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

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

Except with the consent of the 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 agenda item, the chair may terminate the speech.

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

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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

11. Voting at a shareholders meeting shall be calculated based the number of shares.

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

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

12. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Paragraph 2, Article 179 of the Company Act.

When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by electronic means, and the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

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

After a shareholder has exercised voting rights by electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, 2

business days prior to the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by electronic means shall prevail. When a shareholder has exercised voting rights by electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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.

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

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

13. 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 extraordinary 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 5 days in accordance with Article 182 of the Company Act.

14. The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

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

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS. The minutes of a shareholders' meeting shall record the date and place of the meeting, name of the chairperson, method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting (including statistical tallies of the numbers of votes), and shall disclose the number of votes won by each candidate, in the case of the election for directors. The meeting minutes shall be retained for the duration of the existence of the Company.

Where the resolutions made in preceding paragraph are required to be publicly announced in accordance with laws and regulations, such announcement shall be made in accordance with laws and regulations.

Other matters of meeting minutes shall be conducted in accordance with Article 183 of the Company Act and laws and regulations concerned.

16. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."  
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.
17. On the day of a shareholders meeting, the Company shall collect and compile in the prescribed format a statistical statement and shall make an express disclosure of the same at the place of the shareholders meeting in accordance with Article 12 and Article 13 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.
18. In regard to all matters not provided for in these Rules, the Company Act and regulations by competent authority shall govern.
19. These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

## Appendix 2

Amended by 2022 Shareholder's Meeting on June 10, 2022

### Articles of Incorporation of Chicony Electronics Co., Ltd.

#### Chapter 1 General Provisions

- Article 1: The Company shall be incorporated as a company limited by shares under the Company Act and its name shall be "Chicony Electronics Co., Ltd."
- Article 2: The scope of business of the Company is as follows:
1. CC01080 Electronic Parts and Components Manufacturing.
  2. CC01101 Restrained Telecom Radio Frequency Equipments and Materials Manufacturing.
  3. CC01110 Manufacture of Computers and Peripheral Equipment.
  4. F108031 Wholesale of Drugs, Medical Goods.
  5. F113070 Wholesale of Telecom Instruments.
  6. F118010 Wholesale of Computer Software.
  7. F119010 Wholesale of Electronic Materials.
  8. F208031 Retail sale of Medical Equipments.
  9. F213060 Retail sale of Telecom Instruments.
  10. F218010 Retail sale of Computer Software.
  11. F219010 Retail sale of Electronic Materials.
  12. F401010 International Trade.
  13. F401021 Restrained Telecom Radio Frequency Equipments and Materials Import.
  14. I301010 Software Design Services.
  15. I301020 Data Processing Services.
  16. I301030 Digital Information Supply Services.
  17. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The Company may engage in guarantee business in accordance with the "Regulations Governing Endorsement and Guarantees".
- Article 4: The Head Office of the Company locates at New Taipei City. The Company may, by the resolution of the Board of Directors when necessary, establish branch offices or subsidiaries domestically or overseas.

#### Chapter 2 Shares

- Article 5: The total capital amount of the Company shall be NTD\$8 billion, divided into 800 million shares, at a par value of NTD\$10 per share, and the Company may authorized the Board of Directors to issue shares separately.  
An amount of NTD\$200 million out of the aforesaid capital amount is reserved to serve as subscription warrants for employees, divided into 20 million shares at a par value of NTD\$10 per share and may be issued separately according to the resolution of the Board of Directors.
- Article 5-1: The target of share transfer, subscription and distribution, in circumstances that the treasury stocks of the Company are transferred to employees, shares retained for subscription for employees when issuing new shares, as well as employee subscription certificate and restricted shares of employee, may include employees provided by the Company Act.
- Article 6: The share certificates of the Company shall be in name-bearing form, printed and signed by, or affixed with the seals of directors representing the Company, and authenticated in accordance with laws upon issuance. Shares issued by the Company need not be in certificate form, but they shall be registered in the securities depository institutions.
- Article 7: The transfer of shares shall be ceased 60 days prior to the meeting of the

Shareholders' Meeting, 30 days prior to the interim Shareholders' Meeting, or 5 days prior to the base date that the Company determines to distribute dividends and bonus or other benefits.

Article 7-1: Shareholders shall leave their seal cards with the Company for collecting dividends, distributing bonus and exercise shareholders' rights. The transfer of shares and the establishment, termination and renewal of seal cards shall be conducted in accordance with the regulations provided by the competent authority.

#### Chapter 3 Shareholders' Meeting

Article 8: Shareholders' meeting shall be of two types, namely general and interim shareholders' meeting. The former shall be convened once a year within 6 months after the close of each fiscal year and the latter shall be convened whenever necessary. Notices which clearly state the purpose(s) for convening meeting shall be sent to each shareholder at least 30 days in advance, in case of general meetings, and at least fifteen (15) days in advance, in case of interim meetings. For shareholders holding less than 1,000 shares, the notice shall be in the form of announcement. Shareholders' meeting can be held by means of video conferencing or any other ways announced by the Central Competent Authorities. The Notice for convening meeting, where the respondents agree, may be in electronic form. The resolutions by the Shareholders' Meeting shall be recorded in the Meeting Minutes and shall be conducted in accordance with Article 183 of the Company Act.

Article 8-1: A Shareholders' Meeting called by the Board of Directors shall be chaired by the Chairman. When the Chairman of the board is on leave or for any reason is unable to exercise the powers of the Chairman, the Chairman shall designate a Director to chair the meeting. If the Chairman does not make such designation, the meeting shall be chaired by the director elected by and from among themselves. Where a Shareholders' Meeting is called by Directors outside of the Board of Directors, the meeting shall be chaired by such Director. In the event that there is more than one Director who has the power to convene such meeting, such Directors shall agree among themselves as to who shall act as the chairperson of the meeting.

Article 9: In case a shareholder is unable to attend a shareholders' meeting in person, such shareholder may issue proxy in the form printed by the Company, setting forth the scope of authorization for the representative to be present on his/her/its behalf after signing or stamping on the proxy. The proxy attendance by a shareholder, in addition to the Company Act, shall be conducted in compliance with "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

Article 10: Each share of the shareholders of the Company has one voting right. Where partial or whole of shares do not have voting rights in accordance with laws and regulations (including but not limited to circumstances listed in Paragraph 2, Article 179 and Paragraph 2, Article 197-1 of the Company Act), such shares are not subject to this provision.

Article 11: Unless otherwise provided in related laws and regulations, a resolution shall be made at the meeting attended by shareholders, either in person or by proxy, holding and representing majority of the total number of issued and outstanding shares and at which meeting a majority of the shareholders shall vote in favor of the resolution. The voting rights of the proposals in Shareholders' Meeting may be exercised in writing or electronic form in accordance with related laws and regulations.

#### Chapter 4 Directors and Audit Committee

Article 12: The Company shall have 7 to 9 Directors to be elected at a shareholders' meeting through candidates nominating system from the nominees listed to serve a term of three years. A director may be re-elected.

The aforesaid Board of Directors must have at least 3 or 1/5 of all directors, whichever is higher, independent director. The professional qualifications, restrictions on shareholdings and concurrent positions held, assessment of independence, method of nomination, and other matters for compliance with respect to independent directors shall be complied with in accordance with the laws and regulations of the Competent Authority.

The total shares of nominal stock held by Directors shall be in compliance with “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies” promulgated by the Financial Supervisory Commission.

Article 12-1: The Company establishes the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of all independent directors. The provisions regarding supervisors in the Company Act, Securities and Exchange Act, and other laws and regulations shall apply mutatis mutandis to the audit committee.

Article 13: The Board of Directors is organized by Directors. A Chairman of the Board of Directors shall be elected from among the Directors by majority of directors present at a meeting attended by more than two thirds of directors. The Chairman shall externally represent the Company. The Board of Directors may set up all kinds of functional committee.

Article 13-1: The duties of the Board of Directors are as follows:

1. Determination of business goal and strategy.
2. Approval of all systems and operational rules.
3. Drafting of earnings distribution.
4. Drafting of increase or decrease of capital.
5. Approval of important contracts.
6. Approval of establishment or abolishment of branches.
7. Approval of appointment of assistant vice presidents or above.
8. Approval of external investments.
9. Approval of the lending amount.
10. Approval of endorsement/guarantee amount.
11. Approval of purchase and disposal of material properties.
12. Convene Shareholders’ Meeting and execute its resolutions.
13. Proposal of enactment or amendment of the Company’s Article of Incorporation.
14. Approval of the dividend distribution and ex-right base date.
15. Approval of other important cases.

Article 14: The Board of Directors shall be chaired by the Chairman. When the Chairman of the board is on leave or for any reason is unable to exercise the powers of the Chairman, a managing director designated by the Chairman shall chair the Board, or, if the Chairman does not make such a designation, by a managing director or director elected by and from among themselves.

In case a director is on leave for any reason and appoints another director to attend a meeting of the Board of Directors in his/her behalf, the proxy shall be conducted in accordance with Article 205 of the Company Act.

Article 15: The Board of Directors meeting shall be held once every quarter **and** may be convened at any time if necessary.

Before convening a meeting of the Board of Directors, a notice shall be given to each director no later than 7 days prior to the scheduled meeting date. However, the meeting may be convened at any time in case of urgency.

The aforesaid notice shall indicate the purpose in writing or via E-mail or fax.

Article 15-1: The traveling expenses for Directors of the Company shall be determined by the

resolution of the Board of Directors.

Article 15-2: The Company may obtain liability insurance for Directors and important employees by the resolution of the Board of Directors.

Article 15-3: The remuneration of all Directors shall be determined by the Board of Directors based on the Director's participation level in the Company operation and the contribution value and on the remuneration level of the industry after the approval by the Remuneration Committee.

#### Chapter 5 Managers

Article 16: The Company may have one President and several vice presidents and assistant vice presidents. The appointment, dismissal and remuneration shall be determined by the resolution of the Board of Directors.

#### Chapter 6 Accounting

Article 17: The fiscal year of the Company starts from January 1 as of December 31 of the year. By the end of the fiscal year, the Board of Directors shall prepare following books and statements and report to the Shareholders' Meeting for approval in compliance with legal procedures.

1. Business Report
2. Financial Statements
3. Proposals for earnings distribution or making-up losses

Article 18: The Company shall distribute no less than 11% of current pre-tax earnings before deducting the employee compensation and Directors' remuneration as the employee compensation and no more than 1% of such earnings as the remuneration for Directors. When the Company has accumulated losses (including adjusted retained earnings), the profits shall be used to offset accumulated losses first, and then the balance of which may be allocated to employees and directors in accordance with the aforesaid percentage.

The employee compensation described in the preceding paragraph may be distributed in stocks or cash, and the receiver may include employees of subsidiaries provided in the Company Act. The remuneration for Directors shall only be distributed in cash.

Remuneration distribution for employees and Directors shall be determined by the Board of Directors and reported to the Shareholders' Meeting.

Article 18-1: The current year's net profit after tax of the Company, if any, shall first be used to offset prior years' accumulated losses (including adjusted retained earnings) and then set aside 10% as legal reserve. When such legal reserve amounts to the total paid-in capital, the Company shall not be exempted from this requirement. The Company may then appropriate or reverse a certain amount as special reserve according to the relevant regulations or requirements by competent authority. The remaining earnings, plus the accumulated retained earnings (including adjusted retained earnings), may be appropriated to shareholders as dividends or bonuses according to the distribution plan proposed by the Board of Directors in compliance with Article 19 of the Articles of Incorporation to the Shareholders' Meeting.

The Board of Directors of the Company may determine to distribute all or part of dividends, bonus, legal reserve or additional paid-in capital in cash by the resolution of the Board of Directors Meeting attended by 2/3 of Directors and approved by 1/2 of the attended Directors and may report to the Shareholders' Meeting. This paragraph is exempted from the provision that shall be approved by the Shareholders' Meeting in the preceding paragraph.

Article 19: The Company is currently at the development period of the electronic industry, so the dividend policy shall meet the goals of meeting the fund demand for new products and increasing the return on investment of shareholders. Therefore, the total dividend distributed shall not be higher than 90% of total earnings that is distributable as

shareholders' dividends, and the cash dividend shall not be less than 10% of total amount of distributed dividends.

Where the par value of distributable dividends is less than \$0.5 per share, it shall be exempted from the preceding paragraph.

Article 20: The reinvestment amount of the Company in all businesses shall not be subject to Article 13 of the Company, providing that the investment amount shall not exceed 40% of paid-in capital.

#### Chapter 7 Supplementary Provisions

Article 21: In regard to all matters not provided for in these Company's Articles of Incorporation, the Company Act shall govern.

Article 22: This Company's Articles of Incorporation was enacted on February 5, 1983.

First amendment on April 20, 1983.

Second amendment on July 28, 1983.

Third amendment on March 4, 1985.

Fourth amendment on June 22, 1987.

Fifth amendment on July 15, 1988.

Sixth amendment on July 8, 1989.

Seventh amendment on April 30, 1990.

Eighth amendment on June 22, 1991.

Ninth amendment on May 30, 1992.

Tenth amendment on June 10, 1993.

Eleventh amendment on June 24, 1994.

Twelfth amendment on June 9, 1995.

Thirteenth amendment on June 24, 1996.

Fourteenth amendment on June 24, 1996.

Fifteenth amendment on October 17, 1997.

Sixteenth amendment on April 24, 1998.

Seventeenth amendment on September 25, 1998.

Eighteenth amendment on May 24, 1999.

Nineteenth amendment on May 15, 2000.

Twentieth amendment on May 30, 2001.

Twenty first amendment on May 30, 2002.

Twenty second amendment on June 9, 2003.

Twenty third amendment on May 18, 2004.

Twenty fourth amendment on June 10, 2005.

Twenty fifth amendment on June 9, 2006.

Twenty sixth amendment on June 13, 2007.

Twenty seventh amendment on June 13, 2008.

Twenty eighth amendment on June 10, 2009.

Twenty ninth amendment on June 9, 2010.

Thirtieth amendment on June 10, 2011.

Thirty first amendment on June 12, 2012.

Thirty second amendment on May 30, 2014.

Thirty third amendment on June 17, 2015.

Thirty fourth amendment on June 8, 2016.

Thirty fifth amendment on June 5, 2018.

Thirty sixth amendment on June 5, 2019.

Thirty seventh amendment on June 10, 2022.

### Appendix 3

#### Chicony Electronics CO., Ltd. Shareholding Status of Directors

- The paid-in capital of the Company is NTD\$7,600,531,720. Article 26 of Securities and Exchange Act and Article 2 of “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies” provide that:
  - The total registered shares owned by all directors shall not be less than 4%.
  - The shareholdings of independent directors elected by the Company shall not be counted in the total referred to in the preceding paragraph; if a public company has elected two or more independent directors, the share ownership figures calculated at the rates set forth in the preceding paragraph for all directors other than the independent directors and shall be decreased to 80 percent of original shareholding number.
  - Where the Company has duly set up the Audit Committee, the terms for number of shares held by the supervisors are, therefore, not applicable
- The total number of shares issued by the Company is 760,053,172. The minimum shareholding number for all directors (excluding independent directors) is (3.2%): 24,321,701 shares
- The statement of shareholding number of individual and all directors as of the book closure date of this Shareholders’ Meeting on April 1, 2023 is disclosed as follows in accordance with Article 3 of “Regulations Governing Content and Compliance Requirements for Shareholders’ Meeting Agenda Handbooks of Public Companies.” The detail information is as follows:

Title	Name	Elected Date	Shareholding number
Chairman	Hsu, Kun-Tai	2022/6/10	56,615,782
Director and General Manager	Lu, Chin-Chung	2022/6/10	3,762,227
Director	Tsai, Ming-Hsien	2022/6/10	29,355
Director	Li, Cih-Jing	2022/6/10	7,780,730
Director	Dong Ling Investment Co., Ltd. Legal Representative: Liu, Chia-Sheng	2022/6/10	11,171,329
Total shares of all Directors (excluding Independent Directors)			79,359,423
Independent Director	Lee, Yen-Sung	2022/6/10	0
Independent Director	Lin, Ming-Chieh	2022/6/10	21,433
Independent Director	Chu, Jia-Siang	2022/6/10	0

Note: The total shareholding number of directors (excluding independent directors) exceeds the statutory minimum shareholding number

## Appendix 4

**The Impact of Stock Dividend Issuance on Business Performance, EPS, and Shareholder Return Rate:** N/A. There is no proposal of new share issuance from capitalization of earnings in the shareholders meeting..