

Stock Code: 1203



味王股份有限公司
VE WONG CORPORATION

Handbook for 2022
Annual Shareholders' Meeting

Convening Method: Physical Shareholders Meeting
Date: June 22, 2022
Place: No. 9, Sec. 1, Nanjing E. Rd., Taipei, Taiwan
The Okura Prestige Taipei, Third floor, Ballroom II

DISCLAIMER

This is a translation of the Handbook for the 2022 Annual Shareholders' Meeting (THE "Handbook") of **VE WONG CORPORATION** (The "Company"). This translation is intended for reference only and nothing else, the Company hereby disclaims and all liabilities whatsoever for the translation. The Chinese text of the agenda shall govern any and all matters related to the interpretation of the subject matter stated herein.

Table of Contents

Agenda of VE WONG CORPORATION 2022 Annual Shareholders' Meeting	1
Report Items	2
Ratification Items / Proposal I	3
Ratification Items / Proposal II	4
Discussion Items / Proposal I.....	5
Discussion Items / Proposal II	7
Discussion Items / Proposal III	33

Attachments

The 2021 Business Report	44
The 2021 Audit Committee's Report	45
Consolidated Financial Statements and Independent Auditors' Report	46
Standalone Financial Statements and Independent Auditors' Report	54

Appendix

Articles of Incorporation	63
Rules of Procedure for Shareholders Meeting	72
Procedures for the Acquisition or Disposal of Assets	80
Shareholding Facts by All Directors of the Company	91

VE WONG CORPORATION

2022 Annual General Shareholders' Meeting Agenda

Time: 9:00 am, June 22, 2022 (Wednesday)

Place: No. 9, Sec. 1, Nanjing E. Rd., Taipei, Taiwan

The Okura Prestige Taipei, Third floor, Ballroom II

I. Call Meeting to Order

II. Chairman's Remarks

III. Report Items

Item 1 The 2021 Business Report

Item 2 The 2021 Audit Committee's Report

Item 3 The report of the 2021 Distribution of Employees' compensation and Directors' Remuneration

Item 4 The report of the Status of External Endorsement Guarantee and Loan Funds to Others

IV. Ratification Items

Proposal 1 To approve 2021 business report and financial statements.

Proposal 2 To approve the proposal for distribution of 2021 profits.

V. Discussion Items

Proposal 1 Discussion of Amendments to Articles of Incorporation.

Proposal 2 Discussion of Amendments to Articles of Rules of Procedure for Shareholders Meeting.

Proposal 3 Discussion of Amendments to Articles of Procedures for the Acquisition or Disposal of Assets.

VI. Extemporaneous Motion

VII. Meeting Adjourned

Report Items

I.2021 Business Report

For the 2021 Business Report, please refer to page 44 of the Handbook.

Please accept the aforesaid report.

II.2021 Audit Committee's Review Report

For the Audit Committee's Review Report, please refer to page 45 of the Handbook

Please accept the aforesaid report.

III. Report of the Company's 2021 Distribution of Employees' compensation and Directors' Remuneration

Pursuant to provision 34 of the Article of Incorporation of the Company:” If the company makes a profit in the year, it should allocate 2% for employee compensation and less than 5% for directors' compensation. However, if the company still has accumulated losses, it should reserve the amount of compensation in advance.”

The 2021 annual profit for the Company was NT\$547,347,787 (before distributing the employees' compensation and directors' remuneration), 2021 Directors' remuneration and employees' compensation were calculated as NT\$10,946,956 (2%) and NT\$16,420,434 (3%), respectively. The aforesaid items will be paid in cash.

Please accept the aforesaid report.

IV. The report of the Status of External Endorsement Guarantee and Loan Funds to Others

The object of the Company's external endorsement and guarantee is the Company's reinvested affiliated companies and affiliated companies. As of the end of December 2021, the total amount of endorsement guarantee to Summi Industrial Co., Ltd. is NT\$ 50,000,000, and the total amount of endorsement guarantee to Guoguang Agricultural Industry Co., Ltd. is US\$4.8 million, and the total endorsement guarantee to Guoguang Sugar Co., Ltd. is US\$8.2 million. In addition, the Company's funds are loaned to related companies, as of the end of December 2021, the total amount is NT\$139,292,600.

Please accept the aforesaid report.

Ratification Items

Proposal 1

Proposed by the Board of Directors

Subject: The Company's 2021 business report, consolidated and standalone financial statements are submitted for ratification.

Attachments:

1. Business Report (Please refer to this Handbook P.44)
2. Consolidated and Standalone Financial Statements (Please refer to this Handbook P.46~62)

Resolution:

Proposal 2

Proposed by the Board of Directors

Subject: To approve the proposal for distribution of 2021 profits.

Explanation:

1. The 2021 Earnings Distribution Proposal is attached hereto, please refer to the table below.
2. Cash dividend shall be distributed and paid to each shareholder, rounded to the nearest NT dollar (truncate the numbers after decimal place). Fractional amounts will be aggregately recognized as other revenue in the accounting book of the Company.

Resolution:

VE WONG CORPORATION
2021 Earnings Distribution Table

Unit: NT\$

Item	Amount	
	Subtotal	Total
Unappropriated retained earnings of previous years		814,792,350
Other comprehensive gains and losses (Confirmed reevaluated amount of 2021 welfare plan for retained earnings and others)		(23,749,133)
Net income 2021	519,980,397	
Income tax expense	(72,102,922)	
Net profit after tax for the current period		447,877,475
Subtotal		1,238,920,694
Legal reserve appropriation:		(42,412,834)
Retained earnings available for distribution		1,196,507,860
Distribution items:		
Cash Dividend to Shareholders : @NT\$ 1.10 for 240,000,000 shares		264,000,000
	264,000,000	
End of Period Retained Earnings		932,507,860

Chairman :



G/M :



Chief Accountant :



Discussion Items

Proposal 1

Proposed by the Board of Directors

Subject: Discussion of amendments to part of the provisions “Articles of Incorporation” as follow, please ratify the proposal.

Explanation:

To make the Company's method of holding shareholders' meetings more flexible, Article 12 of the Articles of Incorporation has proposed been amended in accordance with the provisions of Article 172-2, Paragraph 1 of the Company Act.

Resolution:

VE WONG CORPORATION

The Comparison Table of the Articles of Incorporation

Before amendment	Proposed amendment	Explanation
<p>Article 12</p> <p>The Company convenes a regular meeting of shareholders at least once a year, which shall be convened by the Board of Directors within six months after the end of each fiscal year, and temporary shareholders’ meetings shall be convened in accordance with the law when necessary.</p>	<p>Article 12</p> <p>The Company convenes a regular meeting of shareholders at least once a year, which shall be convened by the Board of Directors within six months after the end of each fiscal year, and temporary shareholders’ meetings shall be convened in accordance with the law when necessary.</p> <p><u>The Company's shareholders' meeting may be held by video conference or other methods announced by the central competent authority. The requirements, operating procedures, and other matters to be complied with for the adoption of video shareholders' meetings shall be governed by the regulations of the competent authority if otherwise stipulated.</u></p>	<p>Amended in accordance with Article 172-2 of the Company Act.</p>
<p>Chapter 7 Supplementary Articles Overseas Chinese and foreigners investing in the Company are reported to be handled in accordance with relevant laws and regulations.</p> <p>With respect to the matters not provided herein, the Company Act</p>	<p>Chapter 7 Supplementary Articles Overseas Chinese and foreigners investing in the Company are reported to be handled in accordance with relevant laws and regulations.</p> <p>With respect to the matters not provided herein, the Company Act</p>	<p>To add amended date.</p>

Before amendment	Proposed amendment	Explanation
<p>and other applicable laws and regulations shall govern. However, in relation to reinvestment, the total investment is not subject to the "limitation of not exceeding 40% of the Company's paid-in share capital." These Articles of Incorporation were enacted on April 24, 1959, and the first amendment was made at the regular shareholders meeting on August 18, 1961;</p> <p>the 55th amendment was made at the regular shareholders' meeting on June 23, 2020;</p>	<p>and other applicable laws and regulations shall govern. However, in relation to reinvestment, the total investment is not subject to the "limitation of not exceeding 40% of the Company's paid-in share capital." These Articles of Incorporation were enacted on April 24, 1959, and the first amendment was made at the regular shareholders meeting on August 18, 1961;</p> <p>the 55th amendment was made at the regular shareholders' meeting on June 23, 2020; <u>the 56th amendment was made at the regular shareholders' meeting on June 2, 2022;</u></p>	

Discussion Items

Proposal 2

Proposed by the Board of Directors

Subject: Discussion of amendments to part of the provisions “Rules of Procedure for Shareholders Meeting.” as follow, please ratify the proposal.

Explanation:

It is conducted in accordance with the amendments of the Articles of Incorporation and the principles of March 08, 2022, Taiwan Stock Exchange Corporation (TWSE) order Tai-Zheng-Zhi-Li-Zi No.1110004250.

Resolution:

VE WONG CORPORATION
The Comparison Table of the Articles of Rules of Procedure
for Shareholders Meeting

Before amendment	Proposed amendment	Explanation
<p>Article 2 Unless otherwise provided by law or regulation, the Company's Shareholders’ Meetings shall be convened by the Board of Directors.</p> <p>The Company shall prepare electronic versions of a shareholders’ meeting notice and proxy forms, and causes of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, in the form of a public announcement on the MOPS of the TWSE. no later than 30 days before the scheduled Annual Shareholders’ Meeting date or no later than 15 days before the scheduled Special</p>	<p>Article 2 Unless otherwise provided by law or regulation, the Company's Shareholders’ Meetings shall be convened by the Board of Directors.</p> <p><u>Changes to the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the Board of Directors, and shall be made no later than before the notice of the shareholders' meeting is dispatched.</u></p> <p>The Company shall prepare electronic versions of a shareholders’ meeting notice and proxy forms, and causes of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, in the form of a public announcement on the MOPS of the TWSE. no later than 30 days prior to the scheduled Annual Shareholders’ Meeting date or no later than 15 days prior to the scheduled Special</p>	<p>To make shareholders aware of the change in the method of convening the shareholders' meeting, the change in the method of convening the shareholders' meeting shall be subject to the resolution of the Board of Directors, so Paragraph 2 is added.</p>

Before amendment	Proposed amendment	Explanation
<p>Shareholders' Meeting date. To convene a shareholders' meeting, the Company shall prepare a meeting handbook. The Company shall prepare electronic versions of a shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS no later than 21 days before the scheduled Annual Shareholders' Meeting date or no later than 15 days before the scheduled Special Shareholders' Meeting date. In addition, the Company shall also have prepared a shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time no later than 15 days before the scheduled Shareholders' Meeting date. The Meeting Agenda and supplemental materials shall also be displayed by the Company and at the professional shareholder services agent engaged by the Company as well as being distributed on-site at the meeting place.</p>	<p>Shareholders' Meeting date. To convene a shareholders' meeting, the Company shall prepare a meeting handbook. The Company shall prepare electronic versions of a shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS no later than 21 days prior to the scheduled Annual Shareholders' Meeting date or no later than 15 days prior to the scheduled Special Shareholders' Meeting date. In addition, the Company shall also have prepared a shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time no later than 15 days prior to the scheduled Shareholders' Meeting date. The Meeting Agenda and supplemental materials shall also be displayed at <u>the Company</u> and the professional shareholder services agent <u>of the Company</u> engaged by the Company as well as being distributed on-site at the meeting place.</p> <p><u>For the procedure manual and meeting supplementary materials mentioned in the preceding paragraph, the Company shall provide shareholders with reference in the following ways on the day of the shareholders' meeting:</u></p> <ol style="list-style-type: none"> <u>1. When a physical shareholders meeting is held, it should be distributed on the spot of the shareholders meeting.</u> <u>2. When a video-assisted shareholders' meeting is held, it shall be distributed on the spot</u> 	<p>Text adjustment</p> <p>For the benefit of shareholders, whether participating in the physical shareholders meeting or by video, they can refer to the shareholders meeting procedure manual and supplementary materials on the day of the shareholders meeting, and the items is added.</p>

Before amendment	Proposed amendment	Explanation
<p>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 the electronic form. For shareholders who hold less than 1,000 shares of registered stocks, the convening notice may be made by public announcement.</p> <p>Election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, the dissolution, merger, or demerger of the corporation, or any matter under paragraph 1 of Article 185 of the Company Act or Articles 26-1 and 43-6 of the Securities and Exchange Act shall be set out in the causes in the notice to convene the shareholders’ meeting. None of the above matters may be raised by an extraordinary motion. The main content can be placed on the website designated by the securities authority or the company, and its website should be stated in the notice.</p> <p>Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise</p>	<p><u>of the shareholders' meeting and sent to the video-conferencing platform as an electronic file.</u></p> <p>3. <u>When convening a video shareholders meeting, the electronic file shall be sent to the video conference platform.</u></p> <p>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 the electronic form. For shareholders who hold less than 1,000 shares of registered stocks, the convening notice may be made by public announcement.</p> <p>Election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, the dissolution, merger, or demerger of the corporation, or any matter under paragraph 1 of Article 185 of the Company Act or Articles 26-1 and 43-6 of the Securities and Exchange Act shall be set out in the causes in the notice to convene the shareholders’ meeting. None of the above matters may be raised by an extraordinary motion. The main content can be placed on the website designated by the securities authority or the company, and its website should be stated in the notice</p> <p>Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same</p>	

Before amendment	Proposed amendment	Explanation
<p>in the same meeting.</p> <p>A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.</p> <p>Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words. The shareholder making the proposal shall be present in person or by</p>	<p>meeting.</p> <p>A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.</p> <p>Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.</p> <p>Shareholder-submitted proposals are limited to 300 words. The shareholder making the proposal shall be present in person or by</p>	

Before amendment	Proposed amendment	Explanation
<p>proxy at the regular shareholders' meeting and take part in the discussion of the proposal. Prior to the date for issuance of notice of a shareholders meeting, 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 shareholder's meeting, the Board of Directors shall explain the reasons for the exclusion of any shareholder proposals not included in the agenda.</p>	<p>proxy at the regular shareholders' meeting and take part in the discussion of the proposal. Prior to the date for issuance of notice of a shareholders meeting, 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 the exclusion of any shareholder proposals not included in the agenda.</p>	
<p>Article 3 For each shareholder's 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 this Corporation five days before the date of the shareholder's meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment. After a proxy form has been delivered to 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</p>	<p>Article 3 For each shareholder's 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 this Corporation five days before the date of the shareholder's meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment. After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person <u>or by video</u>, or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to</p>	<p>If a shareholder entrusts a proxy to attend the shareholders' meeting, after the power of attorney is delivered to the Company, if the shareholder intends to attend the shareholders' meeting by video, a written notice of proxy cancellation shall be submitted to this Company before two business days of the meeting date.</p>

Before amendment	Proposed amendment	Explanation
<p>this Corporation two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p>	<p>this Corporation before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p>	
<p>Article 4 The venue for a shareholders meeting shall be the premises of this 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>Article 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. <u>When convening a video shareholders meeting, the Company shall not be restricted by the venue of the preceding paragraph and shall provide appropriate alternative measures for shareholders who may have difficulty in attending the shareholders meeting by video conference.</u></p>	<p>It is expressly stipulated that the Company holds a video shareholder meeting, it is not limited by the location of the meeting, and appropriate alternative measures should be provided for shareholders with digital gaps.</p>
<p>Article 5 The Company shall specify in its shareholder’s meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention. The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and enough suitable personnel</p>	<p>Article 5 The Company shall specify in its shareholder’s meeting notices the time during which shareholders, <u>proxy solicitors, and proxies</u> (collectively, "shareholders") attendance registrations will be accepted, the place to register for attendance, and other matters for attention. The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and enough suitable personnel</p>	

Before amendment	Proposed amendment	Explanation
<p>assigned to handle the registrations.</p> <p>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 instead of signing in.</p> <p>The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.</p> <p>When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholder's meeting. When a juristic person is</p>	<p>assigned to handle the registrations. <u>For the video conference of the shareholders' meeting, registration should be accepted on the video conference platform of the shareholders' meeting 30 minutes before the start of the meeting. Shareholders who have completed the registration shall be deemed to have attended the shareholders' meeting in person.</u></p> <p><u>Shareholders</u> 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>The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card instead of signing in.</p> <p>This 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 or supervisors, pre-printed ballots shall also be furnished.</p> <p>When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholder's meeting. When a juristic person is</p>	<p>In order to specify the time and procedure for the shareholders who attend the meeting by video conferencing, Paragraph 2 of this Article has been amended.</p> <p>In accordance with the shareholder abbreviation specified in the first item, the Paragraph 3 shall be amended.</p>

Before amendment	Proposed amendment	Explanation
<p>appointed to attend as a proxy, it may designate only one person to represent it in the meeting.</p>	<p>appointed to attend as a proxy, it may designate only one person to represent it in the meeting.</p> <p><u>If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference should register with the Company two days before the shareholders' meeting. If the shareholders' meeting is held by video conference, the Company shall upload the procedure manual, annual report, and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.</u></p>	<p>If a shareholder wishes to attend a shareholders' meeting by video conferencing, he/she shall register with the Company two days prior to the shareholders' meeting. Therefore, Paragraph 7 of this Article has been amended.</p> <p>In order to enable shareholders attending the shareholders' meeting by video conferencing to view the meeting handbook, annual report, and other relevant information, the Company shall upload the information to the Video Conferencing Platform of the Shareholders' Meetings; therefore, Paragraph 8 of this Article has been added.</p>
<p>(New Article)</p>	<p><u>Article 5-1</u> <u>When the Company holds a video conference of the shareholders' meeting, the following notices shall be specified in the notice of convening the shareholders' meeting:</u></p> <p>I. <u>Shareholders' participation in video conferences and methods for exercising their rights.</u></p> <p>II. <u>Due to natural disasters, incidents, or other force majeure circumstances, the handling of obstacles to the</u></p>	<p>In order to inform shareholders of their rights in and restrictions on participation in the shareholders' meeting prior to the meeting, it is specified that the notice of the shareholders' meeting shall include the method of shareholders' participation in the video conference and exercise of relevant</p>

Before amendment	Proposed amendment	Explanation
	<p><u>video conferencing platform or participation in video conferences should include at least the following:</u></p> <ol style="list-style-type: none"> 1. <u>The occurrence of obstacles cannot be ruled out until the time when the meeting needs to be adjourned or resumed, and if so, the date when the meeting needs to be postponed or resumed.</u> 2. <u>Shareholders who have not registered to participate in the shareholders' meeting by video conferencing shall not participate in the adjournment or continuation of the meeting.</u> 3. <u>To hold a video-assisted shareholders meeting, if the video conference cannot be continued, after deducting the number of shares attending the shareholders meeting by video, the total number of shares attending the shareholders meeting reaches the statutory quota for the shareholders meeting, and the shareholders meeting should continue. The total number of shareholders present shall be deemed to abstain from voting on all the resolutions of the shareholders' meeting.</u> 4. <u>If all the motions have been declared results, but no provisional motion has been made, the handling method.</u> <p>III. <u>Hold a video-conference shareholders meeting and specify appropriate alternatives to shareholders who have difficulty participating in the video conference.</u></p>	<p>rights, the handling of obstacles to the use of the Video Conferencing Platform to attend the meeting by video conferencing due to natural disasters, contingencies, or other force majeure. If convening a virtual shareholders' meeting, the Company shall also specify in the notice of the shareholders' meeting the appropriate alternatives offered to the shareholders who have difficulties in participating in the shareholders' meeting by video conferencing.</p>

Before amendment	Proposed amendment	Explanation
<p>Article 7 The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.</p>	<p>Article 7 This Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation. <u>If the shareholders' meeting is held by video conference, the Company shall record and preserve the shareholders' registration, questioning, voting, and company vote counting results, etc., and make continuous and uninterrupted audio and video recording of the entire video conference.</u> <u>The above-mentioned materials and audio and video recordings shall be properly preserved by the Company during the period of existence, and the audio and video recordings shall be provided to those who are entrusted to handle video conference affairs for preservation.</u></p>	<p>Paragraphs 3 and 4 of this article are updated concerning Article 183 of the Company Act and Articles 44-23 of the Regulations Governing the Administration of Shareholder Services of Public Companies.</p>
<p>Article 8 Attendance at shareholders' meetings shall be calculated based on the numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance</p>	<p>Article 8 Attendance at shareholders' meetings shall be calculated based on the numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance</p>	<p>When a company's shareholders' meeting is held by video, the total number of shares present should be added to the number of shares registered to</p>

Before amendment	Proposed amendment	Explanation
<p>book and sign-in cards. The Chairman shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairman 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 Chairman shall declare the meeting adjourned.</p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph 1 of Article 175 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>book and sign-in cards, <u>and the number of shares registered on the video conference platform, plus the number of shares for which voting rights are exercised in writing or electronically.</u> The Chairman shall call the meeting to order <u>and announced the number of non-voting rights and the number of shares attended</u> at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairman 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 Chairman shall declare the meeting adjourned. <u>If the shareholders' meeting is held by video conference, the Company shall also announce the adjournment of the meeting on the video conference platform of the shareholders' meeting.</u></p> <p>If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph 1 of Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within 1 month. <u>If the</u></p>	<p>shareholders by video and the number of shares for which voting rights are exercised in writing or electronically. Therefore, Paragraph 1 is amended.</p> <p>When the Company's shareholders' meeting is held by video conference, if the Chairman declares the adjournment of the meeting, the Company shall also announce the adjourned meeting on the video conference platform of the shareholders' meeting, to inform the shareholders immediately. Therefore, Paragraph 2 is amended.</p>

Before amendment	Proposed amendment	Explanation
<p>When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the Chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.</p>	<p><u>shareholder's meeting is held by video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 5.</u></p> <p>When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the Chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.</p>	<p>If the company decides to convene a separate shareholders' meeting, shareholders who want to attend by video conference should register with the Company. Therefore, Paragraph 3 is amended.</p>
<p>Article 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 Chairman. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. Except with the consent of the Chairman, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the Chairman may terminate the speech. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they</p>	<p>Article 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 Chairman. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. Except with the consent of the Chairman, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the Chairman may terminate the speech. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they</p>	

Before amendment	Proposed amendment	Explanation
<p>have sought and obtained the consent of the Chairman and the shareholder that has the floor; the Chairman shall stop any violation. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal. After an attending shareholder has spoken, the Chairman may respond in person or direct relevant personnel to respond.</p>	<p>have sought and obtained the consent of the Chairman and the shareholder that has the floor; the Chairman shall stop any violation. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal. After an attending shareholder has spoken, the Chairman may respond in person or direct relevant personnel to respond.</p> <p><u>If the shareholder's meeting is held by video conference, the shareholders participating by video conference may ask questions in the text on the video conference platform of the shareholders meeting after the chairman announces the meeting and before the announcement of the adjournment of the meeting. The number of questions for each proposal shall not exceed 2 times, each time shall be limited to 200 words, and the provisions of Paragraphs 1 to 5 shall not apply.</u></p>	<p>To specify the manner of, procedures for, and restrictions on shareholders who wish to participate in shareholders' meetings by video conferencing, Paragraph 7 of this Article has been added..</p>
<p>Article 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 of Article 179 of the Company Act. When the Company holds a shareholders' meeting, it should allow the shareholders to exercise voting rights in writing or by way of electronic transmission. When voting rights are exercised in writing or by way of electronic</p>	<p>Article 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 of Article 179 of the Company Act. When the Company holds a shareholders' meeting, it should allow the shareholders to exercise voting rights in writing or by way of electronic transmission. When voting rights are exercised in writing or by way of electronic</p>	

Before amendment	Proposed amendment	Explanation
<p>transmission, the method for exercising the voting rights shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights in writing or by way of electronic transmission will be deemed to have attended the meeting in person, but to have waived his/her rights to the extraordinary motions and amendments to original proposals of that meeting. A shareholder intending to exercise voting rights in writing or by way of electronic transmission under the preceding paragraph shall deliver a written declaration of intent to the Company no later than 2 days prior to the scheduled shareholders' meeting date. When duplicate declarations of intent are delivered, the one received earliest by the Company shall prevail, except when a declaration is made to revoke the earlier declaration of intention.</p> <p>After a shareholder has exercised voting rights in writing or by way of electronic transmission, in the event the shareholder intends to attend the shareholders' meeting in person, a written declaration of intent to rescind 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, no later than 2 days prior to the scheduled shareholders' meeting date. If the notice of rescission is submitted after that time, the voting rights already exercised in writing or by way of electronic transmission shall prevail. When a shareholder</p>	<p>transmission, the method for exercising the voting rights shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights in writing or by way of electronic transmission will be deemed to have attended the meeting in person, but to have waived his/her rights to the extraordinary motions and amendments to original proposals of that meeting. A shareholder intending to exercise voting rights in writing or by way of electronic transmission under the preceding paragraph shall deliver a written declaration of intent to the Company no later than 2 days prior to the scheduled shareholders' meeting date. When duplicate declarations of intent are delivered, the one received earliest by the Company shall prevail, except when a declaration is made to revoke the earlier declaration of intention.</p> <p>After a shareholder has exercised voting rights in writing or by way of electronic transmission, in the event the shareholder intends to attend the shareholders' meeting in person <u>or by video</u>, a written declaration of intent to rescind 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, no later than 2 days prior to the scheduled shareholders' meeting date. If the notice of rescission is submitted after that time, the voting rights already exercised in writing or by way of electronic transmission</p>	<p>After shareholders exercise their voting rights in writing or electronically, if they wish to attend the shareholders' meeting by video, they should first withdraw in the same way as exercising their voting rights. Therefore, Paragraph 4 is added.</p>

Before amendment	Proposed amendment	Explanation
<p>has exercised voting rights both in writing or by way of electronic transmission and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and the Company's Articles of Incorporation, the adoption of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.</p> <p>If no objection is voiced after solicitation by the Chairman, a resolution shall be deemed adopted and shall have the same effect as if it had been put to a vote. At the time of a vote, for each proposal, the Chairman or a person designated by the Chairman shall 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.</p> <p>When there is an amendment or an alternative to a proposal, the Chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.</p>	<p>shall prevail. When a shareholder has exercised voting rights both in writing or by way of electronic transmission and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and the Company's Articles of Incorporation, the adoption of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.</p> <p>If no objection is voiced after solicitation by the Chairman, a resolution shall be deemed adopted and shall have the same effect as if it had been put to a vote. At the time of a vote, for each proposal, the Chairman or a person designated by the Chairman shall 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.</p> <p>When there is an amendment or an alternative to a proposal, the Chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.</p>	

Before amendment	Proposed amendment	Explanation
<p>Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the Chairman, 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.</p>	<p>Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the Chairman, 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.</p> <p><u>The Company convened a video conference of the shareholders' meeting. Shareholders participating by video conference shall conduct voting on various resolutions and election proposals through the video conference platform after the chairman announces the meeting and shall complete the voting before the chairman announces that the voting is closed. Those who exceed the time limit will be deemed a waiver.</u></p> <p><u>If the shareholders' meeting is held by video conference after the chairman announces the close of voting, the votes shall be counted at one time, and the voting and election results shall be announced. The voting results and election results of each resolution shall be disclosed on the video conference platform of the shareholder's meeting in accordance with the regulations and shall continue to be disclosed for at least 15 minutes after the</u></p>	<p>If the shareholder's meeting is held by video conference, in order to allow shareholders participating by video conference to have sufficient voting time, from the time when the chairman announces the meeting to the time when the voting is closed, all original proposals can be voted on. The vote counting operation needs to be a one-time vote counting to match the voting time of shareholders participating by video, so Paragraphs 10 and 11 are added.</p> <p>Shareholders who have attended the shareholders' meeting by video conference have completed the registration of shares to</p>

Before amendment	Proposed amendment	Explanation
	<p><u>chairman announces the adjournment of the meeting.</u> <u>When the Company holds a video-assisted shareholders meeting, shareholders who have registered to attend the shareholders' meeting by video conference in accordance with the provisions of Article 5, who wish to attend the physical shareholders' meeting in person, shall cancel the registration in the same manner as the registration two days before the shareholders' meeting. Those who cancel exceed the time limit can only attend the shareholders' meeting by video conferencing.</u> <u>Those who exercise their voting rights in writing or electronically without revoking their intentions and participate in the shareholders' meeting by video conferencing shall not exercise their voting rights on the original proposal or propose amendments to the original proposal or exercise the voting rights for amendments to the original proposal, except for temporary motions.</u></p>	<p>attend the shareholders' meeting by video. If they wish to attend the physical shareholders' meeting in person, they should cancel the registration in the same way as the registration two days before the shareholders' meeting. If the cancellation is overdue, the shareholders' meeting can only be attended by video conferencing. Therefore, Paragraph 12 is added.</p> <p>Based on the principle of fair treatment, shareholders who exercise their voting rights in writing or electronically may still register to participate in the shareholders' meeting by video if they have not withdrawn their declaration of will. However, except those provisional motions may be made and voted upon, the original motion or the amendment to the original motion shall not be voted on, and the amendment of the original motion shall not be proposed. Therefore, Paragraph 13 is added.</p>
Article 14	Article 14 <u>When the Company convenes a shareholders' meeting, the</u>	The shareholders' meeting is held by video conference, and when

Before amendment	Proposed amendment	Explanation
<p>Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the Chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form. The Company may distribute the meeting minutes of the preceding paragraph through a public announcement made through the MOPS. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the Chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.</p>	<p><u>chairman and the recorder shall be at the same place at home (ROC), and the chairman shall announce the address of the place at the time of the meeting.</u></p> <p>Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the Chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form. The Company may distribute the meeting minutes of the preceding paragraph using a public announcement made through the MOPS. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the Chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.</p> <p><u>If the shareholders' meeting is held by video conference, the minutes of the shareholders' meeting shall record, in addition to the items required to be recorded in the preceding paragraph, the starting and ending time of the shareholders' meeting, the method of holding the meeting, the name of the chairman and the recorder, and any natural disasters, incidents or other force majeure. The handling method and handling situation when an obstacle occurs to the video conferencing platform or participation by video</u></p>	<p>there is no physical meeting place, the chairman and the recorder should be in the same place in China. In addition, to let shareholders know the location of the chairman, the chairman should announce the address of his location at the meeting. Therefore, this paragraph is added.</p> <p>To facilitate shareholders' understanding of the results of the video conference, the replacement measures for shareholders with digital gaps, and the handling methods and circumstances of the disconnection, the company is required to make the minutes of the shareholders' meeting, in addition to the matters that should be recorded in accordance with the provisions of Paragraph 4. , shall also record the start and end time of the meeting, the method of holding the meeting, the name of the chairman and the recorder, and the handling method and handling situation when the obstacle occurs to the video conference platform or participates</p>

Before amendment	Proposed amendment	Explanation
	<p><u>conferencing.</u> <u>When the Company holds a video-conference shareholders meeting, in addition to complying with the provisions of the preceding paragraph, the Company shall state in the minutes of the meeting the alternative measures provided by shareholders who have difficulty participating in video-conference.</u></p>	<p>in the video conference due to natural disasters, incidents or other force majeure events. Therefore, Paragraph 5 is added.</p> <p>If a video-conference shareholders meeting is convened, the notice of convening shall specify appropriate alternative measures for shareholders who have difficulty participating in video-conference, so Paragraph 6 is added.</p>
<p>Article 15 On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies and shall make an express disclosure of the same at the place of the shareholders' meeting.</p>	<p>Article 15 On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies, <u>and the number of shares attended in writing or electronically at the shareholders meeting,</u> shall make an express disclosure of the same at the place of the shareholders' meeting. <u>If the shareholders' meeting is held by video conference, the Company shall upload the above-mentioned information to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.</u> <u>When the Company holds a video conference of the shareholders' meeting and announces the meeting start, the total number of</u></p>	<p>To let shareholders know the number of shares acquired by the solicitor, the number of shares represented by the proxy, and the number of shares attended by written or electronic means, the company shall clearly disclose it at the shareholder's meeting. If the company convened by video conference, it should be uploaded to the video conference platform of the shareholders' meeting, so Paragraph 1 was amended.</p> <p>To let the shareholders participating in the video conference of the shareholders' meeting</p>

Before amendment	Proposed amendment	Explanation
<p>If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or TWSE regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.</p>	<p><u>shareholders' shares present shall be disclosed on the video conference platform. The same shall apply if the total number of shares and voting rights of the shareholders attending the meeting are otherwise counted during the meeting.</u></p> <p>If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or TWSE regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.</p>	<p>know at the same time whether the shareholders' attendance rights have reached the threshold for holding the shareholders' meeting, it is stipulated that the Company should disclose the total number of shareholders' shares attending the meeting on the video conference platform when announcing the meeting. The total number of shares and voting rights of shareholders should also be disclosed on the video conference platform, so Paragraph 2 was added.</p>
<p>(New Article)</p>	<p>Article 18 <u>If the shareholders' meeting is held by video conference, when announcing the meeting start, the chairman shall separately announce that there is no need for postponement or continuation of the meeting as stipulated in Paragraph 24 of Article 44-24 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Before the meeting adjourn, if there is an obstacle to the video conference platform or participation by video due to natural disasters, incidents, or other force majeure events, which last for more than 30 minutes, the date of the meeting should be postponed or reconvened within five days. The provisions of</u></p>	<p>When the company holds a video conference of the shareholders' meeting, the chairman shall announce at the meeting that if there is an obstacle to the video conference platform due to natural disasters, incidents, or other force majeure events, or if there is an obstacle to participating in the video conference, it shall be convened within five days if it cannot be excluded for more than 30 minutes. The date on which the meeting should be held or reconvened within</p>

Before amendment	Proposed amendment	Explanation
	<p><u>Article 182 of the Company Act shall not apply.</u></p> <p><u>In the event of the occurrence of the preceding paragraph, the meeting shall be postponed or continued. Shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the postponed or reconvened meeting.</u></p> <p><u>The meeting should be postponed or reconvened in accordance with the provisions of Paragraph 1, shareholders who have registered to participate in the original shareholders meeting by video and have completed the registration, but have not participated in the postponed or reconvened meeting, the number of shares attended, the voting rights exercised and the suffrage shall be included in the total number of shares, voting rights and suffrage of shareholders present at the postponed or continued meeting.</u></p> <p><u>When the shareholders' meeting is postponed or reconvened in accordance with the provisions of Paragraph 1, the voting and counting of votes have been completed, and the voting results or the resolutions of directors and elected candidates do not need to be re-discussed and resolved.</u></p> <p><u>The Company convened a video-assisted shareholders' meeting.</u></p> <p><u>When the video conference cannot be continued as Paragraph 1 mentioned, if the total number of shares attended by video conferences still reaches the statutory quota for the shareholders' meeting after</u></p>	<p>five days, so Paragraph 1 is added.</p> <p>Pursuant to the provisions of Paragraph 22 of Article 44 of the Regulations Governing the Administration of Shareholder Services of Public Companies, shareholders who have not registered to participate in the original shareholders' meeting by video conferencing shall not participate in the extension or renewal meeting, and Paragraph 2 shall be added in cooperation. As for the convening of a video-assisted shareholders meeting, the shareholders who originally participated in the physical shareholders meeting may continue to physically participate in the postponed or reconvened meeting.</p> <p>In accordance with the provisions of Article 44-23 of the Regulations Governing the Administration of Shareholder Services of Public Companies, shareholders who have registered to participate in the original shareholders' meeting by video and have completed the</p>

Before amendment	Proposed amendment	Explanation
	<p><u>deducting the number of shares attended by videoconferencing, the shareholders' meeting shall continue. There is no need to postpone or reconvene the meeting in accordance with Paragraph 1. If the meeting should be continued in the preceding paragraph, the shareholders who participate in the shareholders' meeting by video conferencing shall count the number of shares present in the total number of shares of the shareholders present, but all the resolutions of the shareholders' meeting shall be deemed as abstentions.</u></p> <p><u>The Company shall postpone or reconvene the meeting in accordance with the provisions of Paragraph 1, and shall comply with the provisions set out in Paragraph 7 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies. Relevant preparatory work shall be handled according to the date of the original shareholders' meeting and the provisions of the articles. During the period specified in the latter paragraph of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Paragraph 2 of Article 44-5, Article 44-15, and Paragraph 1 of Article 44-17 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall postpone or reconvene the date of the shareholders' meeting in</u></p>	<p>registration did not participate in the postponed or reconvened meeting, the number of shares attended, voting rights and suffrage that have been exercised at the original shareholders' meeting shall be included in the total number of shares, voting rights and suffrage of shareholders present at the postponed or reconvened meeting. Therefore, Paragraph 3 is added.</p> <p>If the meeting cannot be reconvened due to communication barriers, and the shareholder's meeting needs to be postponed or reconvened, the resolutions for which the voting and counting of votes have been completed at the previous meeting, and the voting results or the list of elected directors are announced, may be regarded as completed resolutions. There is no need to re-discuss and resolve, and Paragraph 4 is added.</p> <p>Considering that the video-assisted shareholders' meeting will be held at the same time as a physical</p>

Before amendment	Proposed amendment	Explanation
	<p><u>accordance with the provisions of Paragraph 1.</u></p>	<p>meeting and a video conference, if the video conference platform is blocked due to force majeure or if there is an obstacle to participating in the video conference, there is still a physical shareholders meeting. In this situation, after counting, if the total number of shares present still reaches the statutory quota for the shareholders' meeting, the shareholders' meeting shall continue, and there is no need to postpone or reconvene the meeting in accordance with the provisions of Paragraph 2. Therefore, Paragraph 5 is added.</p> <p>If the meeting should be continued without the need for postponement or reconvening of the meeting in Paragraph 1, in accordance with the provisions of Article 44-25 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the number of shares present of the shareholders who participate in the shareholders' meeting by video conference shall be included in the total number of shares</p>

Before amendment	Proposed amendment	Explanation
		<p>of shareholders present, but all the resolutions of the shareholders' meeting shall be regarded as an abstention. Therefore, Paragraph 6 is added.</p> <p>Considering the above-mentioned interruption, the postponement or continuation of the meeting is the same as the original shareholders' meeting, and there is no need for the date of postponement or reconvening of the shareholders' meeting. Then, in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies, the pre-operations related to the shareholders' meeting shall be re-processed. Therefore, Paragraph 7 is stipulated.</p> <p>Considering that when the video conference of the shareholders' meeting has been postponed, according to the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, the Regulations Governing the</p>

Before amendment	Proposed amendment	Explanation
		Administration of Shareholder Services of Public Companies, etc., matters that must be announced and disclosed on the day of the shareholders' meeting still need to be disclosed on the day of the postponed or continued meeting to informed shareholders. Therefore, Paragraph 8 is stipulated.
<p>Article 18 These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings.</p>	<p>Article <u>19</u> These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings.</p>	Due to the updated clause, the No. of article is adjusted.
<p>These Rules were enacted at the extraordinary meeting of shareholders on February 09, 1965, and the first amendment was made at the extraordinary meeting of shareholders on February 28, 1979; the 2nd amendment was made at the regular shareholders' meeting on May 27, 1998; the 3rd amendment was made at the regular shareholders meeting on June 28, 2002; the 4th amendment was made at the regular shareholders' meeting on June 20, 2003; the 5th amendment was made at the regular shareholders' meeting on June 26, 2008; the 6th amendment was made at the regular shareholders' meeting on June 26, 2019; the 7th amendment was made at</p>	<p>These Rules were enacted at the extraordinary meeting of shareholders on February 09, 1965, and the first amendment was made at the extraordinary meeting of shareholders on February 28, 1979; the 2nd amendment was made at the regular shareholders' meeting on May 27, 1998; the 3rd amendment was made at the regular shareholders meeting on June 28, 2002; the 4th amendment was made at the regular shareholders' meeting on June 20, 2003; the 5th amendment was made at the regular shareholders' meeting on June 26, 2008; the 6th amendment was made at the regular shareholders' meeting on June 26, 2019; the 7th amendment was made at</p>	To add amended date.

Before amendment	Proposed amendment	Explanation
the regular shareholders meeting on June 23, 2020;	the regular shareholders meeting on June 23, 2020; the 7th amendment was made at the regular shareholders meeting on June 22, 2022;	

Discussion Items

Proposal 3

Proposed by the Board of Directors

Subject: Discussion of amendments to part of the provisions “Procedures for the Acquisition or Disposal of Assets.” as follow, please ratify the proposal.

Explanation:

It is conducted in accordance with the principles of June 03, 2020, Taiwan Stock Exchange Corporation (TWSE) order Tai-Zheng-Zhi-Li-Zi No.1090009468 to amend the company’s Articles of Rules for the Election of Directors.

Resolution:

**VE WONG CORPORATION
The Comparison Table of the Articles of Procedures
for the Acquisition or Disposal of Assets.**

Before amendment	Proposed amendment	Explanation
<p>III. When the Company acquires or disposes of assets, it shall appoint objective, impartial and detached experts to issue reports according to the types of assets and in accordance with the following provisions:</p> <p>1. In the acquisition or disposal of properties, equipment or right-of-use assets, except in the cases of transactions with domestic government institutions, (self-owned or leased) land for commissioned construction, or acquisition or disposal of equipment or right-of-use assets for business use, if the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$ 300 million, the Company shall obtain an appraisal report issued by professional appraisers before the date of such transaction, and carry out such transaction in accordance with the following provisions:</p> <p>(1) If, due to special circumstances, it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction</p>	<p>III. When the Company acquires or disposes of assets, it shall appoint objective, impartial and detached experts to issue reports according to the types of assets and in accordance with the following provisions:</p> <p>1. In the acquisition or disposal of properties, equipment or right-of-use assets, except in the cases of transactions with domestic government institutions, (self-owned or leased) land for commissioned construction, or acquisition or disposal of equipment or right-of-use assets for business use, if the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$ 300 million, the Company shall obtain an appraisal report issued by professional appraisers before the date of such transaction, and carry out such transaction in accordance with the following provisions:</p> <p>(1) If, due to special circumstances, it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction</p>	

Before amendment	Proposed amendment	Explanation
<p>shall be submitted for approval in advance by the Board of Directors, and the same applies if there are subsequent changes to the conditions of the transaction.</p> <p>(2) If the transaction amount exceeds NT\$1 billion, appraisals from two or more professional appraisers shall be obtained.</p> <p>(3) If any one of the following circumstances applies to the professional appraisers' appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a CPA shall be engaged to <u>perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF)</u> and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <p>a. The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount.</p> <p>b. The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount.</p> <p>(4) The time period between the date of the appraisal report issued by a professional appraiser and the contract execution date shall not exceed</p>	<p>shall be submitted for approval in advance by the Board of Directors, and the same applies if there are subsequent changes to the conditions of the transaction.</p> <p>(2) If the transaction amount exceeds NT\$1 billion, appraisals from two or more professional appraisers shall be obtained.</p> <p>(3) If any one of the following circumstances applies to the professional appraisers' appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a CPA shall be engaged to render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:</p> <p>a. The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount.</p> <p>b. The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount.</p> <p>(4) The time period between the date of the appraisal report issued by a professional appraiser and the contract execution date shall not exceed</p>	<p>Considering the revision of the requirement for external experts such as accountants to abide by the self-discipline of their own trade associations when issue valuation reports or opinions., and the accountants in Paragraph 1, Paragraph 1, Item 3, should be deleted in accordance with the accounting research and development fund of the Auditing Standards No. 20 published by the R.O.C. Accounting Research and Development Foundation (ARDF).</p>

Before amendment	Proposed amendment	Explanation
<p>three months. However, if the publicly announced current value for the same period is applied and no more than six months have elapsed, an opinion may still be issued by the original professional appraiser.</p> <p>(5) Except where a limited price, specified price, or special price is employed by a construction enterprise as the reference basis for the transaction price, if an appraisal report cannot be obtained in time and there is a legitimate reason for the delay, the valuation report shall be obtained within 2 weeks from the date of the occurrence of the fact <u>and</u> obtain the CPA's opinion in Subparagraph 3 of the preceding paragraph.</p> <p>2. In acquiring or disposing of securities, prior to the date of occurrence of the event, shall obtain financial statements of the issuing company for the most recent period, certified or reviewed by a CPA, for reference in evaluating the transaction price. In addition, if the transaction amount is 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a CPA prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. <u>If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.</u> This requirement does not apply, however, to securities with publicly quoted prices in an active market or</p>	<p>three months. However, if the publicly announced current value for the same period is applied and no more than six months have elapsed, an opinion may still be issued by the original professional appraiser.</p> <p>(5) Except where a limited price, specified price or special price is employed by a construction enterprise as the reference basis for the transaction price, if an appraisal report cannot be obtained in time and there is a legitimate reason for the delay, the valuation report shall be obtained within 2 weeks from the date of the occurrence of the fact and obtain the CPA's opinion in Subparagraph 3 of the preceding paragraph <u>within 2 weeks from the date of obtaining the valuation report.</u></p> <p>2. In acquiring or disposing of securities, prior to the date of occurrence of the event, shall obtain financial statements of the issuing company for the most recent period, certified or reviewed by a CPA, for reference in evaluating the transaction price. In addition, if the transaction amount is 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a CPA prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to securities with publicly quoted prices in an active market or in compliance with regulations set by the FSC.</p>	<p>If the current construction industry has justified reasons for failing to obtain a valuation report immediately, after obtaining the valuation report within two weeks from the date of the fact, if there is a difference between the valuation result of item 3, subparagraph 1, subparagraph 1, and the transaction price by a certain percentage or more. In this case, an accountant must issue an opinion letter, taking into account the time required for practical work, and revise and relax the time limit for obtaining an accountant's opinion before the construction industry is within two weeks from the date of obtaining the valuation report.</p> <p>The reasons for amendments in paragraphs 2 and 3 of paragraph 1 are the same as those explained in paragraph 1, paragraph 1, paragraph 3 of paragraph 1.</p>

Before amendment	Proposed amendment	Explanation
<p>in compliance with regulations set by the FSC.</p> <p>3. If the transaction amount in acquiring or disposing intangible assets or right-of-use assets or membership certificates reaches 20% of the Company's paid-in capital or more than NT\$300 million, except in the cases of transactions with domestic government institutions, prior to the date of occurrence of the event the Company shall ask a CPA to provide an opinion regarding the reasonableness of the transaction price in accordance with the provisions <u>of Statement of Auditing Standards No. 20 published by the ARDF.</u></p> <p>4. The calculation of the transaction amount in the preceding 3 paragraphs shall be handled in accordance with the provisions of Paragraph 2 of Article 12, and the so-called "within one year" is counted retrospectively back to the previous one year based on the date of occurrence of this event. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.</p> <p>5. If the Company acquires or disposes assets via the court's auction procedure, it may substitute appraisal reports or CPA's opinions with the certification documents issued by the court.</p> <p>6. Professional appraisers and their officers, CPAs, attorneys, and security underwriters who provide the Company with appraisal reports, CPA's opinion reports, attorney's opinion reports or underwriter's opinion reports shall satisfy the following requirements:</p>	<p>3. If the transaction amount in acquiring or disposing intangible assets or right-of-use assets or membership certificates reaches 20% of the Company's paid-in capital or more than NT\$300 million, except in the cases of transactions with domestic government institutions, prior to the date of occurrence of the event the Company shall ask a CPA to provide an opinion regarding the reasonableness of the transaction price in accordance with the provisions.</p> <p>4. The calculation of the transaction amount in the preceding 3 paragraphs shall be handled in accordance with the provisions of Paragraph 2 of Article 12, and the so-called "within one year" is counted retrospectively back to the previous one year based on the date of occurrence of this event. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.</p> <p>5. If the Company acquires or disposes assets via the court's auction procedure, it may substitute appraisal reports or CPA's opinions with the certification documents issued by the court.</p> <p>6. <u>It is necessary to obtain</u> professional appraisers and their officers, CPAs, attorneys, and security underwriters who provide the Company with appraisal reports, CPA's opinion reports, attorney's opinion reports or underwriter's opinion reports shall satisfy the following requirements:</p>	<p>text adjustment</p>

Before amendment	Proposed amendment	Explanation
<p>(1) May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Securities and Exchange Law, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>(2) May not be a related-party or de facto related-party of any party to the transaction.</p> <p>(3) If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in the above paragraph shall comply with the following matters:</p> <p>(1) Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.</p> <p>(2) When <u>examining</u> a case, they shall appropriately plan and execute adequate working procedures, in order to produce</p>	<p>(1) May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Securities and Exchange Law, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.</p> <p>(2) May not be a related-party or de facto related-party of any party to the transaction.</p> <p>(3) If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.</p> <p>When issuing an appraisal report or opinion, the personnel referred to in <u>Subparagraph 6 of the preceding paragraph shall comply with the self-regulatory rules of the industry associations to which they belong and</u> with the following matters:</p> <p><u>1.</u> Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.</p> <p><u>2.</u> When <u>conducting</u> a case, they shall appropriately plan and execute adequate working procedures, in order to produce a</p>	<p>As the trade associations to which external experts belong have relevant regulations for their undertaking related businesses, in order to clarify the procedures and responsibilities that external experts should follow, the second preamble is amended to regulate professional appraisers and their appraisers, accountants, lawyers or securities underwriters The issuance</p>

Before amendment	Proposed amendment	Explanation
<p>a conclusion and use it as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>(3) They shall undertake an item-by-item evaluation of <u>the comprehensiveness, accuracy, and reasonableness</u> of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>(4) They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable <u>and accurate</u>, and that they have complied with applicable laws and regulations.</p>	<p>conclusion and use it as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.</p> <p>3. They shall undertake an item-by-item evaluation of the <u>appropriateness</u> and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.</p> <p>4. They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is <u>appropriate and</u> reasonable, and that they have complied with applicable laws and regulations.</p>	<p>of appraisal reports or opinions shall be handled in accordance with the self-discipline regulations of the respective trade associations to which they belong, and some texts in Subparagraphs 1 to 4 of Paragraph 2 have been adjusted.</p>
<p>VII. When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related-party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related-party and the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for trading in domestic government bonds, bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company shall be approved by more than half of all Audit Committee members and submitted to the Board of Directors for a resolution, shall</p>	<p>VII. When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related-party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related-party and the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for trading in domestic government bonds, bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company shall be approved by more than half of all Audit Committee members and submitted to the Board of Directors for a resolution, shall</p>	

Before amendment	Proposed amendment	Explanation
<p>not sign the transaction contract and pay until it has been passed:</p> <ol style="list-style-type: none"> 1. The purpose, necessity and expected benefits of acquiring or disposing assets. 2. Reasons for choosing the related-party as the transaction counterparty. 3. With respect to the acquisition of real property or right-of-use assets thereof from a related-party, information regarding appraisal of the reasonableness of the preliminary transaction conditions in accordance with the Provisions of Article 8 and 9. 4. Matters such as the original date of the acquisition of the related-party and price, counterparty and its relationship with the Company and the related-party. 5. Monthly cash flow forecasts for the year commencing from the anticipated month of the signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the fund's utilization. 6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding Article. 7. The limited conditions of the transaction and other important agreed matters. <p>The calculation of the transaction amounts referred to <u>in the preceding paragraph</u> shall be made in accordance with paragraph 2 of Article 12 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been recognized by the Audit Committee and approved by the Board of Directors need not be counted toward the transaction amount.</p>	<p>not sign the transaction contract and pay until it has been passed:</p> <ol style="list-style-type: none"> 1. The purpose, necessity and expected benefits of acquiring or disposing assets. 2. Reasons for choosing the related-party as the transaction counterparty. 3. With respect to the acquisition of real property or right-of-use assets thereof from a related-party, information regarding appraisal of the reasonableness of the preliminary transaction conditions in accordance with the Provisions of Article 8 and 9. 4. Matters such as the original date of the acquisition of the related-party and price, counterparty and its relationship with the Company and the related-party. 5. Monthly cash flow forecasts for the year commencing from the anticipated month of the signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the fund's utilization. 6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding Article. 7. The limited conditions of the transaction and other important agreed matters. <p>If the Company and its subsidiaries, or the subsidiaries that are 100% held directly or indirectly with issued shares or total capital by the Company conduct the following transactions with each other, the Board of Directors may authorize the Chairman to conduct within a given quota in advance, and then submit it to the most recent board meeting for recognition:</p> <ol style="list-style-type: none"> a. Acquisition or disposal of equipment or right-of-use assets 	<p>The second item of the current provision is moved to the sixth item of the amended provision, and the third to fifth items of the current provision are moved to the second to fourth item of the amended provision.</p>

Before amendment	Proposed amendment	Explanation
<p>If the Company and its subsidiaries, or the subsidiaries that are 100% held directly or indirectly with issued shares or total capital by the Company conduct the following transactions with each other, the Board of Directors may authorize the Chairman to conduct within a given quota in advance, and then submit it to the most recent board meeting for recognition:</p> <p>a. Acquisition or disposal of equipment or right-of-use assets thereof held for business use is within NT\$50 million.</p> <p>b. Acquisition or disposal of real property right-of-use assets held for business use is within NT\$300 million.</p> <p>When submitted to the Board of Directors for discussion in accordance with Paragraph 1, the Board shall take into full consideration each Independent Director's opinions. If an Independent Director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board meeting. Matters subject to the approval of the Audit Committee in accordance with Paragraph 1, the Procedures shall be approved by more than half of all Audit Committee members first and then submitted to the Board for approval, and the provisions of paragraphs 3 and 4 of Article 16 shall apply mutatis mutandis.</p>	<p>thereof held for business use is within NT\$50 million.</p> <p>b. Acquisition or disposal of real property right-of-use assets held for business use is within NT\$300 million.</p> <p>When submitted to the Board of Directors for discussion in accordance with Paragraph 1, the Board shall take into full consideration each Independent Director's opinions. If an Independent Director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board meeting. Matters subject to the approval of the Audit Committee in accordance with Paragraph 1, the Procedures shall be approved by more than half of all Audit Committee members first and then submitted to the Board for approval, and the provisions of paragraphs 3 and 4 of Article 16 shall apply mutatis mutandis.</p> <p><u>Where the transaction in paragraph 1 of the Company or any subsidiaries that are not public companies and the transaction amount reaches 10% or more of the Company's total assets, the Company or any subsidiaries that are not public companies may not proceed to enter into a transaction contract or make a payment until the documents in paragraph 1 have been submitted for the approval in the Shareholders' Meeting of the Company. However, this provision does not apply to the transaction between the Company and subsidiaries, or between its subsidiaries.</u></p> <p>The calculation of the transaction amount referred to <u>in the which paragraph 1 and the preceding Paragraph</u> shall be made in accordance with paragraph 2 of Article 12 herein, and "within the</p>	<p>Item 5 has been added: (1) In order to prevent the public offering company from conducting significant related party transactions through the subsidiaries of the non-domestic public offering company, it is necessary to submit the relevant information to the shareholders' meeting for consent if it is a non-public offering company. Matters agreed by the meeting shall be handled by the parent company of the public offering at the next level. (2) Considering the overall business planning needs of the public offering company and its parent company, subsidiaries, or its subsidiaries, relax the proviso that transactions between such companies are exempt from the resolution of the shareholders' meeting. Paragraph 2 of the current provision has been moved to Paragraph 6 of the amended provision, and in conjunction with the addition of Paragraph 5, the calculation of the revised transaction amount</p>

Before amendment	Proposed amendment	Explanation
	<p>preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the <u>Shareholders' Meeting</u> and the Board of Directors and recognized by the audit committee need not be counted toward the transaction amount.</p>	<p>is included in the transaction submitted to the shareholders' meeting for approval.</p>
<p>XII. When the Company acquiring or disposing assets, if any of the following conditions occurs, the relevant information shall be published and reported based on its characteristics with the regulated format on the website designated by the FSC within two days after the date of occurrence, if there are mistakes or emissions in the items that shall be published in accordance with laws when published, all of the items shall be published and reported again within two days once known:</p> <ol style="list-style-type: none"> 1. The assets or right-of-use assets are acquired or disposed from a related-party, or the assets are not properties or right-of-use assets acquired or disposed from a related-party and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or more than NT\$ 300 million. However, the buys and sells of domestic government bonds, bonds with repurchase or reverse sell agreements, money market funds issued by domestic securities investment trust enterprises are not restricted to the rule. 2. Conducting mergers, splits, acquisitions or share transfer. 3. The asset acquired or disposed belongs to the equipment or right-of-use assets for business use, and the counterparty is not a related-party. The transaction amount 	<p>XII. When the Company acquiring or disposing assets, if any of the following conditions occurs, the relevant information shall be published and reported based on its characteristics with the regulated format on the website designated by the FSC within two days after the date of occurrence, if there are mistakes or emissions in the items that shall be published in accordance with laws when published, all of the items shall be published and reported again within two days once known:</p> <ol style="list-style-type: none"> 1. The assets or right-of-use assets are acquired or disposed from a related-party, or the assets are not properties or right-of-use assets acquired or disposed from a related-party and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or more than NT\$ 300 million. However, the buys and sells of domestic government bonds, bonds with repurchase or reverse sell agreements, money market funds issued by domestic securities investment trust enterprises are not restricted to the rule. 2. Conducting mergers, splits, acquisitions or share transfer. 3. The asset acquired or disposed belongs to the equipment or right-of-use assets for business use, and the counterparty is not a related-party. The transaction amount 	

Before amendment	Proposed amendment	Explanation
<p>reaches NT\$ 500 million.</p> <p>4. The real property or right-of-use assets for construction use acquired or disposed by construction business, where the trading counterparty is not a related-party and the transaction amount is more than NT\$500 million.</p> <p>5. The properties are acquired with (self-owned or leased) land for commissioned construction, joint construction for splitting, sharing or selling, and the counterparty is not a related-party. The transaction amount that the Company expects to devote into reaches NT\$ 500 million.</p> <p>6. The asset transactions or investments in the mainland, except as defined in the previous five provisions, have transaction amounts reaching 20% of the Company's paid-in capital or more than NT\$ 300 million. However, the following conditions are not restricted by the rules:</p> <p>(1) Trading of domestic government bonds,</p> <p>(2) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The calculation methods of the transaction amount mentioned in the preceding paragraph are as follows:</p> <p>1. The amount of any individual transaction.</p> <p>2. The cumulative transaction amount of acquisitions and disposals of the same type of</p>	<p>reaches NT\$ 500 million.</p> <p>4. The real property or right-of-use assets for construction use acquired or disposed by construction business, where the trading counterparty is not a related-party and the transaction amount is more than NT\$500 million.</p> <p>5. The properties are acquired with (self-owned or leased) land for commissioned construction, joint construction for splitting, sharing or selling, and the counterparty is not a related-party. The transaction amount that the Company expects to devote into reaches NT\$ 500 million.</p> <p>6. The asset transactions or investments in the mainland, except as defined in the previous five provisions, have transaction amounts reaching 20% of the Company's paid-in capital or more than NT\$ 300 million. However, the following conditions are not restricted by the rules:</p> <p>(1) Trading of domestic government bonds, <u>or foreign government bonds with a credit rating not lower than our sovereign rating;</u></p> <p>(2) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The calculation methods of the transaction amount mentioned in the preceding paragraph are as follows:</p> <p>1. The amount of any individual transaction.</p> <p>2. The cumulative transaction amount of acquisitions and disposals of the same type of</p>	<p>Considering that the current public issuance companies have been exempted from the announcement and declaration for the purchase and sale of domestic public bonds, the first item of subparagraph 6 of paragraph 1 is amended to relax the issuance rating of their trading of bonds that are not lower than my country's sovereign rating. declare.</p>

Before amendment	Proposed amendment	Explanation
<p>underlying asset with the same transaction counterparty within the preceding year.</p> <p>3. The cumulative transaction amounts of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>4. The cumulative transaction amounts of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</p> <p>"Within the preceding year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount. For transaction that the Company has already publicly announced and reported in accordance with the preceding 3 Articles, contracts signed with respect to the original transactions to change, terminate, rescind, or change the originally publicly announced and reported information. the Company shall publish and report relevant information on the website designated by the FSC within 2 days after the date of occurrence. When the Company acquires or disposes assets, it shall place the relevant contracts, meeting minutes, appraisal reports, and the opinion reports of CPA's, lawyers or securities firms in the Company. Except otherwise regulated by the laws, they shall be reserved for at least five years.</p>	<p>underlying asset with the same transaction counterparty within the preceding year.</p> <p>3. The cumulative transaction amounts of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.</p> <p>4. The cumulative transaction amounts of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</p> <p>"Within the preceding year" as used in the preceding paragraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount. For transaction that the Company has already publicly announced and reported in accordance with the preceding 3 Articles, contracts signed with respect to the original transactions to change, terminate, rescind, or change the originally publicly announced and reported information. the Company shall publish and report relevant information on the website designated by the FSC within 2 days after the date of occurrence. When the Company acquires or disposes assets, it shall place the relevant contracts, meeting minutes, appraisal reports, and the opinion reports of CPA's, lawyers or securities firms in the Company. Except otherwise regulated by the laws, they shall be reserved for at least five years.</p>	

Attachment I

VE WONG Corporation The 2021 Business Report



1. Performance

The Company's annual 2021 consolidated total turnover was NT\$ 5,824,838,000 (the same below). The combined net profit after tax was NT\$ 697,030,000, with a net profit margin of 12%.

2. Main product sales

Unit: NT\$

products item	2021	2020	Increase (decrease)
Condiment	3,995,060	4,219,669	(224,609)
Instant Foods	1,526,007	1,513,166	12,841
others	303,771	310,865	(7,094)
Total	5,824,838	6,043,700	(218,862)

3. Operation report

The Company's annual 2021 consolidated net operating income totals NT\$ (the same hereinafter) NT\$ 5,824,838,000. Among them, the cost of goods sold is NT\$3,928,723,000, operating expenses was NT\$1,030,510,000, and non-operating income and expenses are net losses NT\$51,591,000, pre-tax net profit was NT\$917,196,000, income tax expense was NT\$220,166,000, and the net profit for the current period is NT\$ 967,030,000.

Chairman :



General Manager :



Chief Accountant:



Attachment II

VE WONG Corporation Audit Committee's Review Report

The Board of Directors has prepared the 2021 Business Report, Financial Statements, and proposal for deficit compensation. The CPA Lin, Kuan-Zhao and CPA Wen, Ming-Yu, members of the PKF Taiwan, have completed the audit of the financial statements and issued an audit report relating thereto. In addition, the Board of Directors has prepared and submitted to us the Company's 2021 business report and proposal for distribution of earnings. We, the Audit Committee members, have duly examined and determined such business report and proposal for distribution of earnings to be in line with the requirements under the Company Law and relevant laws and regulations. According to the regulations of Securities and Exchange Act and Company Law, we hereby submit this report.

To the 2022 General Shareholders' Meeting of Ve Wong Corporation,

The Convener of the Audit Committee:

Liao, Chi-Fang



March 24, 2022

Attachment III

Consolidated Financial Statements and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of VE WONG CORPORATION

Opinion

We have audited the accompanying consolidated financial statements of VE WONG CORPORATION and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of other independent accountants, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of VE WONG CORPORATION and its subsidiaries as of December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of VE WONG CORPORATION and its subsidiaries in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other independent accountants, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for VE WONG CORPORATION and its subsidiaries's consolidated financial statements for the year ended December 31, 2021 are stated as follows :

Recognize of Sales revenue

The main operating income of VE WONG CORPORATION and its subsidiaries is sales revenue. We consider that whether the recognition time of sales revenue was present fairly, is an area of high concern in the audit.

Refer to Note IV (XVIII) for accounting policies on revenue recognition. Refer to Note V (I) for critical accounting judgments and key sources of estimation uncertainty on revenue recognition.

We performed the following audit procedures:

1. Understand and test the design and implementation effectiveness of the main internal control system for group operating income.
2. Understand and evaluate the rationality of the assumptions and methods for management to recognize sales revenue.

- 3.The selected transaction conditions are not FOB shipping point export transactions. Obtain the transaction conditions set by each customer for the export transaction, and select the period before and after the end of the reporting period to verify the export transaction vouchers to determine the appropriate deadline.
- 4.For domestic sales (delivery agent) transactions, send confirmation letter or obtain agent's transaction reconciliation data to determine whether the deadline is appropriate and the amount.
- 5.Select the period prior to and after the end of the reporting period, to check the various vouchers to ensure that the sales, sales returns, and sales discounts have been properly closed.
- 6.Reconcile the amount of income in the account with the amount issued by the invoice, and perform the tests on major differences between the reconciled items.
- 7.Perform analytical procedures to find out if there are any abnormalities in the recognition of sales revenue.

Evaluation Impairment of Investments accounted for using the equity method and Goodwill

VE WONG CORPORATION and its subsidiaries regularly assess whether there are indication of impairment of goodwill. When estimating the future recoverable amount, the estimation involves a number of assumptions, including determining the discount rate and future financial forecasts. The high degree of uncertainty has a significant impact on the measurement result of the recoverable amount, which in turn affects the estimation of the amount of goodwill impairment. Therefore, we believe that VE WONG CORPORATION and its subsidiaries's assessment of the equity method of investment and goodwill impairment are the most important matters this year.

For the accounting policy on impairment, please refer to Note IV (XIII) Impairment of asset; to the major sources of uncertainty in the significant accounting judgments, estimates and assumptions in the assessment of impairment of goodwill, please refer to Note V (III).

We performed the following audit procedures :

- 1.Understand and test the design and implementation effectiveness of the main internal control system for impairment assessment.
- 2.Verify whether there are indication that investments accounted for using the equity method and goodwill impairment may occur, impairment testing and whether the accounting treatment is appropriate.
- 3.Assess the reasonableness of assumptions, future cash flow forecasts and discount rates used in impairment models.

Other – Using the reports of other independent accountants

Among the associates included in the consolidated financial statements of VE WONG CORPORATION and its subsidiaries, Hughes Biotech. Co., Ltd. (Hughes Biotech) which used the equity method to invest in 2021 and 2020, had its financial statements not audit by us, but was audited by other accountants. In addition, Koh Kong Sugar Industry Co., Ltd. (KSI) and Koh Kong Plantation Co., Ltd. (KPT) invested in Cambodia which used the equity method, its financial statements are in accordance with Thai Financial Reporting Standard for Non-publicly Accountable entities have not been audited by us but by other accountants. We have performed the necessary review procedures for the conversion of the financial statements of KSI and KPT into preparations in accordance with generally accepted accounting principles in the Republic of China. Therefore, our opinion on the financial statements of Hughes Biotech and the financial statements of KSI and KPT that the amount and various financial disclosure information listed in the financial statements of the investee companies before the adjustment are based on the audit reports of other accountants. As of December 31, 2021 and 2020, the above-mentioned three companies used the equity method to invest in 74,025 thousand NTD and 92,555 thousand NTD, respectively, accounting for 0.77% and 0.99% of the total consolidated assets. From January 1 to December 31, 2021 and 2020, the comprehensive profit and loss (including the share of the subsidiaries, associates and joint ventures recognized by the equity method and impairment loss) recognized by these

investee companies was (18,413) thousand NTD and (32,170) thousand NTD, accounting for 0.32% and 0.53% of net consolidated operating income, respectively.

VE WONG CORPORATION has prepared the parent company only financial statements for the 2021 and 2020, and the audit report with unqualified opinions issued by the accountant is on file for reference.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing VE WONG CORPORATION and its subsidiaries's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate VE WONG CORPORATION and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the Audit Committee) are overseeing VE WONG CORPORATION and its subsidiaries's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of VE WONG CORPORATION and its subsidiaries's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on VE WONG CORPORATION and its subsidiaries' ability to continue as a going concern. If we

conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause VE WONG CORPORATION and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient, appropriate audit evidence regarding the financial information of the entities or business activities within VE WONG CORPORATION and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kuan Chao Lin and Ming Yu Wen.

PKF Taiwan
Republic of China
March 30, 2022

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

For the convenience of readers, in independent auditors' report and the accompanying consolidated statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or and difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

As the consolidated financial statements are the responsibility of the management, PKF Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive form the translation.

VE WONG CORPORATION and Subsidiaries
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)

ASSETS	Note	December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
CURRENT ASSETS	IV				
Cash and cash equivalents	VI(I)	\$ 1,570,497	16	\$ 1,569,035	17
Financial assets measured at amortized cost -current assets	VI(III)	351,190	4	402,692	4
Notes receivable, net	VI(IV)	134,682	1	112,593	1
Accounts receivable, net	VI(IV)	329,026	4	323,266	4
Current tax assets	VI(XIX)	2,815	-	12,427	-
Inventories	VI(V)	1,449,604	15	1,428,081	16
Other financial assets	VI(VII)	599,964	6	314,781	4
Prepayments and other current assets	VI(XIII)	56,235	1	84,035	1
Total current assets		<u>4,494,013</u>	<u>47</u>	<u>4,246,910</u>	<u>47</u>
NONCURRENT ASSETS	IV				
Financial assets at fair value through profit or loss	VI(II)	-	-	44,895	-
Financial assets at fair value through other comprehensive income	VI(VI)	315,282	3	234,184	3
Financial assets measured at amortized cost -noncurrent assets	VI(III)	49,046	1	36,133	-
Investments accounted for using equity method	VI(VIII)	90,172	1	111,152	1
Property, plant and equipment	VI(IX) - VIII	2,878,613	30	2,931,866	31
Right-of-use assets	VI(X)	103,524	1	86,370	1
Investments properties	VI(XI) - VIII	1,429,414	15	1,441,223	16
Deferred income tax assets	VI(XIX)	37,181	-	41,109	-
Prepayments for equipment	VI(XII)	74,558	1	54,922	-
Refundable deposit		34,870	-	28,745	-
Other noncurrent assets	VI(XIII) - VII	76,066	1	74,093	1
Total noncurrent assets		<u>5,088,726</u>	<u>53</u>	<u>5,084,692</u>	<u>53</u>
TOTAL		<u>\$ 9,582,739</u>	<u>100</u>	<u>\$ 9,331,602</u>	<u>100</u>
LIABILITIES AND EQUITY					
CURRENT LIABILITIES	IV				
Short-term loans	VI(XIV)	\$ 853,000	9	\$ 713,000	8
Notes payable		78,573	1	49,379	-
Accounts payable		458,947	5	281,330	3
Other payables		304,695	3	263,158	3
Current tax liabilities	VI(XIX)	68,579	1	126,669	2
Lease liabilities-current	VI(XV)	12,193	-	9,251	-
Other current liabilities		101,192	1	115,155	1
Total current liabilities		<u>1,877,179</u>	<u>20</u>	<u>1,557,942</u>	<u>17</u>
NONCURRENT LIABILITIES	IV				
Net defined benefit liability	VI(XVI)	284,805	3	300,998	3
Deferred income tax liabilities-land value increment tax		879,845	9	879,845	9
Deferred income tax liabilities -income tax	VI(XIX)	178,301	2	184,423	2
Lease liabilities-noncurrent	VI(XV)	93,110	1	77,090	1
Long-term deferred income	VI(XVII)	4,000	-	4,500	-
Other		14,079	-	14,422	-
Total noncurrent liabilities		<u>1,454,140</u>	<u>15</u>	<u>1,461,278</u>	<u>15</u>
Total liabilities		<u>3,331,319</u>	<u>35</u>	<u>3,019,220</u>	<u>32</u>
EQUITY	IV - VI(XX)				
Capital stock					
Common shares		2,400,000	25	2,400,000	26
Capital surplus					
From treasury stock transactions		40,970	-	38,447	-
From share of changes in equities of associates		167,367	2	167,367	2
Retained earnings					
Appropriated as legal capital reserve		419,563	4	376,906	4
Appropriated as special capital reserve		1,005,964	11	1,005,964	11
Unappropriated earnings		1,238,921	13	1,121,449	12
Other equity		35,352	-	83,752	1
Treasury stock	VI(VIII) - VI(XXI)	(38,464)	-	(38,464)	-
Total equity attributable to the owners of the parent company		<u>5,269,673</u>	<u>55</u>	<u>5,155,421</u>	<u>56</u>
Non-controlling interests	IV - VI(XX)	981,747	10	1,156,961	12
Total equity		<u>6,251,420</u>	<u>65</u>	<u>6,312,382</u>	<u>68</u>
SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS	IX - XII				
TOTAL		<u>\$ 9,582,739</u>	<u>100</u>	<u>\$ 9,331,602</u>	<u>100</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION and Subsidiaries
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

Item	Note	2021		2020	
		Amount	%	Amount	%
NET REVENUE	IV、VI(XXIV)、VII	\$ 5,824,838	100	\$ 6,043,700	100
OPERATING COSTS	IV、VI(IV)	3,928,723	67	3,999,778	66
GROSS PROFIT		1,896,115	33	2,043,922	34
OPERATING EXPENSES					
Marketing		694,919	12	731,548	12
General and administrative		327,060	6	323,988	6
Research and development		9,769	-	8,492	-
Expected credit loss on trade receivables		(1,238)	-	4,983	-
Total operating expenses		1,030,510	18	1,069,011	18
INCOME FROM OPERATIONS		865,605	15	974,911	16
NON-OPERATING INCOME AND EXPENSES					
Interest income	IV	13,472	-	19,665	-
Other income	VI(XXV)	11,092	-	10,337	-
Other gains and losses	VI(XXVI)、VII	59,071	1	(19,160)	-
Finance costs	VI(XXVII)	(14,334)	-	(14,317)	-
Share of profit or loss of subsidiaries and associates accounted for using the equity method	VI(VIII)	(8,902)	-	(27,153)	(1)
Impairment loss	VI(VIII)、VI(IX)、VI(XI)	(8,808)	-	(2,993)	-
Total non-operating income		51,591	1	(33,621)	(1)
PROFIT BEFORE INCOME TAX		917,196	16	941,290	15
INCOME TAX EXPENSE	IV、VI(XIX)	(220,166)	(4)	(247,369)	(4)
NET PROFIT FOR THE YEAR		697,030	12	693,921	11
OTHER COMPREHENSIVE INCOME (LOSS)					
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement of defined benefit plans		(32,532)	-	(2,528)	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income		81,098	1	(6,720)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss		-	-	-	-
		48,566	1	(9,248)	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translating the financial statements of foreign operations		(256,023)	(5)	(192,609)	(3)
Share of the other comprehensive income (loss) of associates accounted for using the equity method		(980)	-	(4,829)	-
Income tax relating to items that may be reclassified subsequently to profit or loss		-	-	-	-
		(257,003)	(5)	(197,438)	(3)
Other comprehensive income (loss) for the year, net of income tax		(208,437)	(4)	(206,686)	(3)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		\$ 488,593	8	\$ 487,235	8
Net profit attributable to:					
Parent company shareholders		\$ 447,878		\$ 429,096	
Non-controlling interests		249,152		264,825	
Net income		\$ 697,030		\$ 693,921	
Total comprehensive income attributable to:					
Parent company shareholders		\$ 375,729		\$ 305,045	
Non-controlling interests		112,864		182,190	
Total comprehensive income		\$ 488,593		\$ 487,235	
EARNINGS PER SHARE					
IV、IV(XXII)					
Basic		\$ 1.88		\$ 1.81	
Diluted		\$ 1.88		\$ 1.81	

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

(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION and Subsidiaries

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)

Item	Equity attributable to the owners of the parent company											
	Capital Surplus			Retained Earnings			Other Equity			Total equity attributed to parent company shareholders	Non-controlling interests	Total Equity
	Ordinary Shares	From treasury stock transactions	From share of changes in equities of associates	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Treasury stock			
BALANCE, JANUARY 1, 2020	\$ 2,400,000	\$ 36,153	\$ 76,812	\$ 331,218	\$ 1,005,964	\$ 980,569	\$ 74,695	\$ 130,580	\$ (38,464)	\$ 4,997,527	\$ 1,218,047	\$ 6,215,574
Appropriation of the 2019 earnings												
Legal reserve	-	-	-	45,688	-	(45,688)	-	-	-	-	-	-
Cash dividends(10%)	-	-	-	-	-	(240,000)	-	-	-	(240,000)	-	(240,000)
Net profit for year ended December 31, 2020	-	-	-	-	-	429,096	-	-	-	429,096	264,825	693,921
Other comprehensive loss for year ended December 31, 2020, net of income tax	-	-	-	-	-	(2,528)	(114,804)	(6,719)	-	(124,051)	(82,635)	(206,686)
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	-	426,568	(114,804)	(6,719)	-	305,045	182,190	487,235
Changes in equity from investments in associates accounted for using the equity method	-	-	90,555	-	-	-	-	-	-	90,555	-	90,555
Dividends distributed to subsidiaries to adjust capital surplus	-	2,294	-	-	-	-	-	-	-	2,294	-	2,294
Decrease in non-controlling equity	-	-	-	-	-	-	-	-	-	-	(243,276)	(243,276)
BALANCE, DECEMBER 31, 2020	2,400,000	38,447	167,367	376,906	1,005,964	1,121,449	(40,109)	123,861	(38,464)	5,155,421	1,156,961	6,312,382
Appropriation of the 2020 earnings												
Legal reserve	-	-	-	42,657	-	(42,657)	-	-	-	-	-	-
Cash dividends(11%)	-	-	-	-	-	(264,000)	-	-	-	(264,000)	-	(264,000)
Net profit for year ended December 31, 2021	-	-	-	-	-	447,878	-	-	-	447,878	249,152	697,030
Other comprehensive income (loss) for year ended December 31, 2021, net of income tax	-	-	-	-	-	(23,749)	(129,494)	81,094	-	(72,149)	(136,288)	(208,437)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	424,129	(129,494)	81,094	-	375,729	112,864	488,593
Dividends distributed to subsidiaries to adjust capital surplus	-	2,523	-	-	-	-	-	-	-	2,523	-	2,523
Decrease in non-controlling equity	-	-	-	-	-	-	-	-	-	-	(288,078)	(288,078)
BALANCE, DECEMBER 31, 2021	\$ 2,400,000	\$ 40,970	\$ 167,367	\$ 419,563	\$ 1,005,964	\$ 1,238,921	\$ (169,603)	\$ 204,955	\$ (38,464)	\$ 5,269,673	\$ 981,747	\$ 6,251,420

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION and Subsidiaries

**CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)**

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES :		
Profit before income tax	\$ 917,196	\$ 941,290
Adjustments for :		
Depreciation expense	131,056	147,668
Amortization expense	8,159	14,682
(Reversal of allowance) Expected credit loss on trade receivables	(1,238)	4,983
Net defined benefit liabilities	(48,725)	(32,350)
Reversal of allowance for inventory market price decline	(1,875)	(6,684)
Loss on Inventory scrap	5,066	13,296
Loss on disposal of property, plant and equipment	124	2,978
Impairment loss	8,808	2,993
Profit on fair value change of financial assets at fair value through profit or loss	(6,573)	(7,219)
Share of profit of associates accounted for using the equity method	8,902	27,153
Finance costs	14,334	14,317
Interest income	(13,472)	(19,665)
Dividend income	(11,092)	(10,337)
Changes in operating assets and liabilities		
Decrease (increase) in notes receivable	(22,089)	60,040
Decrease (increase) in trade receivables	(3,863)	11,476
Decrease in prepayments and other current assets	30,587	29,883
Decrease (increase) in inventories	(24,714)	220,304
Increase (decrease) in notes payable and trade payable	206,811	(113,847)
Increase (decrease) in other payables	41,445	(24,810)
Decrease in deferred income	(500)	(500)
Decrease in other current liabilities	(13,963)	(4,308)
Cash generated from operations	1,224,384	1,271,343
Interest received	10,685	23,761
Dividends and other dividends received	11,092	11,280
Income tax received	19,513	10
Interest paid	(14,242)	(14,454)
Income tax paid	(286,362)	(207,466)
Net cash generated from operating activities	<u>965,070</u>	<u>1,084,474</u>
CASH FLOWS FROM INVESTING ACTIVITIES :		
Proceeds from disposal financial assets at fair value through profit or loss	51,468	-
Decrease in financial assets measured at amortized cost	38,589	113,245
Increase in other financial assets	(285,183)	(314,022)
Acquisition of property, plant and equipment	(66,555)	(32,824)
Disposal of property, plant, and equipment	158	224
Increase in prepaid equipment purchase	(45,235)	(50,682)
Increase in refundable deposit	(6,125)	(2,064)
Increase in other noncurrent assets	(10,639)	(12,266)
Net cash used in investing activities	<u>(323,522)</u>	<u>(298,389)</u>
CASH FLOWS FROM FINANCING ACTIVITIES :		
Increase (decrease) in short-term borrowings	140,000	(80,000)
Payment of the principal portion of lease liabilities	(17,034)	(14,514)
Increase (decrease) in other noncurrent liabilities	(343)	496
Dividends paid	(261,477)	(237,706)
Subsidiary paid cash dividends to non-controlling interests	(288,078)	(243,276)
Net cash used in financing activities	<u>(426,932)</u>	<u>(575,000)</u>
Effect of foreign exchange rate change	(213,154)	(159,694)
NET INCREASE IN CASH AND CASH EQUIVALENTS	<u>1,462</u>	<u>51,391</u>
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,569,035</u>	<u>1,517,644</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 1,570,497</u>	<u>\$ 1,569,035</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

Attachment IV

Standalone Financial Statements and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of VE WONG CORPORATION

Opinion

We have audited the accompanying parent company only financial statements of VE WONG CORPORATION (the "Company"), which comprise the parent company only balance sheets as of December 31, 2021 and 2020, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the reports of other independent accountants, the accompanying parent company only financial statements present fairly, in all material respects, the accompanying parent company only financial position of the Company as of December 31, 2021 and 2020, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other independent accountants, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2021 are stated as follows :

Recognize of Sales revenue

The main operating income of the Company is sales revenue. We consider that whether the recognition time of sales revenue was present fairly, is an area of high concern in the audit.

Refer to Note IV (XV) for accounting policies on revenue recognition. Refer to Note V (I) for critical accounting judgments and key sources of estimation uncertainty on revenue recognition.

We performed the following audit procedures :

1. Understand and test the design and implementation effectiveness of the main internal control system for operating income.

2. Understand and evaluate the rationality of the assumptions and methods for management to recognize sales revenue.
3. The selected transaction conditions are not FOB Taiwan's export transactions. Obtain the transaction conditions set by each customer for the export transaction, and select the period before and after the end of the reporting period to verify the export transaction vouchers to determine the appropriate deadline.
4. For domestic sales (delivery agent) transactions, send confirmation letter or obtain agent's transaction reconciliation data to determine whether the deadline is appropriate and the amount.
5. Select the period prior to and after the end of the reporting period, to check the various vouchers to ensure that the sales, sales returns, and sales discounts have been properly closed.
6. Reconcile the amount of income in the account with the amount issued by the invoice, and perform tests on major differences between the reconciled items.
7. Perform analytical procedures to find out if there are any abnormalities in the recognition of sales revenue.

Whether the ending balance of Investments accounted for using equity method is fair

We believe that Investments accounted for using the equity method as an important and main asset of the company. Therefore, it will adopt Investments accounted for using the equity method ending balance and Share of profit or loss of subsidiaries and associates accounted for using the equity method as a key audit matters.

Refer to Note IV(VII) for accounting policies on investments accounted for using the equity method. Refer to Note V(IV) for critical accounting judgments and key sources of estimation uncertainty of investments accounted for using the equity method.

We performed the following audit procedures :

1. Understand and test the design and implementation effectiveness of the main internal control system of the investment cycle.
2. Understand and evaluate the management methods and procedures for managing investment, as well as the assumptions and methods for recognizing related investment gains and losses and other comprehensive gains and losses.
3. Obtain or prepare a detailed list of investment changes, and check with the general ledger and subsidiary ledgers.
4. Verify whether the accounting treatment of changes in equity is appropriate.
5. Verify whether the subsidiary or Associates adopts the same accounting policies as the company for similar transactions and events under similar circumstances, and if there are differences, whether it has been adjusted.
6. When verify subsidiaries and using the equity method to recognize the share of profit and loss, understand the impact of major financial statements of major subsidiaries on the company's financial statements, and determine the impact of Associates on the fair expression of the company's financial reports in accordance with the Statements of Auditing Standards No. 51. If it is significant, it should be verify whether the financial report of the Associates has been processed in accordance with the " Rules Governing Auditing and Certification of Financial Statements by Certified Public Accountants " and the Statements of Auditing Standards.
7. Verify whether the unrealized gains and losses between Associates have been eliminated.
8. Verify whether the Associates' financial report date should be the same as that of the company. If there is a difference, whether to adjust the impact of major transactions or events that occurred between the Associates' financial report date and the company's financial report date; And check whether the difference between the end of the reporting period between the Associates and the company is less than three months.
9. Verify whether there are any signs that the equity method of investment may be impaired, impairment testing and accounting treatment are appropriate.

Evaluation Impairment of Investments accounted for using the equity method and Goodwill

The Company adopts the equity method of investment. When estimating the future recoverable amount, the estimation involves a number of assumptions, including determining the discount rate and adopting the prepared financial forecast for the next five years. It is prone to subjective judgment and highly advanced Uncertainty, resulting in a significant impact on the measurement of the recoverable amount, which in turn affects the estimation of the amount of goodwill impairment. Therefore, we believe that the Company assessment of the equity method of investment and goodwill impairment are the most important matters this year.

For the accounting policy on impairment, please refer to Note IV (XII) Impairment; to the major sources of uncertainty in the significant accounting judgments, estimates and assumptions in the assessment of impairment of goodwill, please refer to Note V (III).

We performed the following audit procedures:

1. Understand and test the design and implementation effectiveness of the main internal control system for impairment assessment.
2. Verify whether there are any indication that the equity method of investment may be impaired, impairment testing and accounting treatment are appropriate.
3. Verify whether there are indication that goodwill impairment may occur, impairment testing and whether the accounting treatment is appropriate.
4. Assess the reasonableness of assumptions, future cash flow forecasts and discount rates used in impairment models.

Other – Using the reports of other independent accountants

Among the associates included in the financial statements of the Company, Hughes Biotech. Co., Ltd.(Hughes Biotech) which used the equity method to invest in 2021 and 2020, had its financial statements not audit by us, but was audited by other accountants. In addition, Koh Kong Sugar Industry Co., Ltd. (KSI) invested in Cambodia and Koh Kong Plantation Co., Ltd. (KPT) invested by the Best Founder Coporation which used the equity method, its financial statements are in accordance with Thai Financial Reporting Standard for Non-publicly Accountable entities have not been audited by us but by other accountants. We have performed the necessary review procedures for the conversion of the financial statements of KSI and KPT into preparations in accordance with generally accepted accounting principles in the Republic of China. Therefore, our opinion on the financial statements of Hughes Biotech and the financial statements of KSI and KPT that the amount and various financial disclosure information listed in the financial statements of the investee companies before the adjustment are based on the audit reports of other accountants. As of December 31, 2021 and 2020, the above-mentioned three companies used the equity method to invest in 74,025 thousand NTD and 92,555 thousand NTD, respectively, accounting for 1.05% and 1.36% of the total assets. From January 1st to December 31st, 2021 and 2020, the comprehensive profit and loss (including the share of the subsidiaries, associates and joint ventures recognized by the equity method and impairment loss) recognized by these investee companies was (18,413) thousand NTD and (32,170) thousand NTD, accounting for 0.80% and 1.39% of net operating income, respectively.

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

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

In preparing the parent company only financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

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

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient, appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kuan Chao Lin and Ming Yu Wen.

PKF Taiwan
Republic of China
March 30, 2022

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

For the convenience of readers, in independent auditors' report and the accompanying parent company only financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or and difference in the interpretation of the two versions, the Chinese-language independent auditors' report and parent company only financial statements shall prevail.

As the parent company only financial statements are the responsibility of the management, PKF Taiwan cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive form the translation.

VE WONG CORPORATION

PARENT COMPANY ONLY BALANCE SHEETS

DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars)

ASSETS	Note	December 31, 2021		December 31, 2020	
		Amount	%	Amount	%
CURRENT ASSETS					
Cash and cash equivalents	IV				
Financial assets measured at amortized cost -current assets	VI(I)	\$ 223,406	3	\$ 246,424	3
Notes receivable, net	VI(II)	82,890	1	28,050	1
Notes receivable-related parties	VI(III)	103,057	2	83,542	1
Accounts receivable, net	VI(III) ∙ VII	-	-	1	-
Accounts receivable-related parties	VI(III)	201,092	3	183,046	3
Other receivables- related parties	VI(III) ∙ VII	848	-	855	-
Current tax assets	VII	15,790	-	11,961	-
Inventories	VI(XVII)	2,807	-	12,195	-
Other financial assets	VI(IV)	379,992	5	363,495	5
Prepayments and other current assets	VI(VII)	599,964	9	314,781	5
Total current assets	VI(XII) ∙ VII	6,454	-	21,725	-
		<u>1,616,300</u>	<u>23</u>	<u>1,266,075</u>	<u>18</u>
NONCURRENT ASSETS					
Financial assets at fair value through profit or loss	IV				
Financial assets at fair value through other comprehensive income	VI(V)	-	-	44,895	1
Investments accounted for using equity method	VI(VI)	172,984	2	136,808	2
Property, plant and equipment	VI(VIII)	3,967,525	57	4,100,719	60
Right-of-use assets	VI(IX) ∙ VIII	763,125	11	765,786	11
Investments properties	VI(X)	40,327	1	35,402	1
Deferred income tax assets	VI(XI) ∙ VIII	355,607	5	364,672	5
Prepayments form equipment	VI(XIV)	25,477	-	30,375	1
Refundable deposit		52,254	1	34,503	1
Other noncurrent assets		31,183	-	25,307	-
Total noncurrent assets	VI(XII) ∙ VII	8,381	-	5,025	-
		<u>5,416,863</u>	<u>77</u>	<u>5,543,492</u>	<u>82</u>
TOTAL		<u>\$ 7,033,163</u>	<u>100</u>	<u>\$ 6,809,567</u>	<u>100</u>
LIABILITIES AND EQUITY					
CURRENT LIABILITIES					
Short-term loans	IV				
Notes payable	VI(XIII) ∙ VII	\$ 820,000	12	\$ 680,000	10
Accounts payable		31,616	-	9,432	-
Accounts payable-related parties		164,571	2	158,251	2
Other payables	VII	40,629	1	47,676	1
Current tax liabilities	VII	152,526	2	148,941	2
Lease liabilities-current	VI(XVII)	-	-	38,755	1
Other current liabilities	VI(XIV)	12,420	-	11,757	-
Total current liabilities		5,973	-	8,060	-
		<u>1,227,735</u>	<u>17</u>	<u>1,102,872</u>	<u>16</u>
NONCURRENT LIABILITIES					
Net defined benefit liability	IV				
Deferred income tax liabilities-land value increment tax	VI(XV)	189,250	3	202,110	3
Deferred income tax liabilities -income tax		139,094	2	139,094	2
Lease liabilities-noncurrent	VI(XVII)	177,613	3	183,747	3
Other	VI(XIV)	26,552	-	22,277	-
Total noncurrent liabilities		3,246	-	4,046	-
		<u>535,755</u>	<u>8</u>	<u>551,274</u>	<u>8</u>
Total liabilities		<u>1,763,490</u>	<u>25</u>	<u>1,654,146</u>	<u>24</u>
EQUITY					
Capital stock	IV ∙ VI(XVIII)				
Common shares		2,400,000	34	2,400,000	36
Capital surplus					
From treasury stock transactions		40,970	1	38,447	1
From share of changes in equities of associates		167,367	2	167,367	2
Retained earnings					
Appropriated as legal capital reserve		419,563	6	376,906	6
Appropriated as special capital reserve		1,005,964	14	1,005,964	15
Unappropriated earnings		1,238,921	18	1,121,449	16
Other equity		35,352	1	83,752	1
Treasury stock	VI(VIII) ∙ VI(XIX)	(38,464)	(1)	(38,464)	(1)
Total equity		<u>5,269,673</u>	<u>75</u>	<u>5,155,421</u>	<u>76</u>
SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS					
TOTAL	IX ∙ XII	<u>\$ 7,033,163</u>	<u>100</u>	<u>\$ 6,809,567</u>	<u>100</u>

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION

**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)**

Item	Note	2021		2020	
		Amount	%	Amount	%
NET REVENUE	IV - VI(XXII) - VII	\$ 2,311,453	100	\$ 2,321,441	100
OPERATING COSTS	IV - VI(IV) - VII	1,642,784	71	1,617,516	70
GROSS PROFIT		668,669	29	703,925	30
OPERATING EXPENSES					
Marketing		414,555	18	417,046	18
General and administrative		109,350	5	106,113	5
Research and development		9,768	-	8,492	-
Expected credit loss on trade receivables		179	-	1,211	-
Total operating expenses		533,852	23	532,862	23
INCOME FROM OPERATIONS		134,817	6	171,063	7
NON-OPERATING INCOME AND EXPENSES					
	IV				
Interest income		1,463	-	1,683	-
Other income	VI(XXIII)	7,045	-	6,307	-
Other gains and losses	VI(XXIV)	33,463	-	7,017	-
Finance costs	VI(XXV)	(7,882)	-	(8,160)	-
Share of profit or loss of subsidiaries and associates accounted for using the equity method	VI(VIII)	359,883	16	341,801	15
Impairment loss	VI(VIII) - VI(IX) - VI(XI)	(8,808)	-	(2,993)	-
Total non-operating income		385,164	16	345,655	15
PROFIT BEFORE INCOME TAX		519,981	22	516,718	22
INCOME TAX EXPENSE	IV - VI(XVII)	(72,103)	(3)	(87,622)	(4)
NET PROFIT FOR THE YEAR		447,878	19	429,096	18
OTHER COMPREHENSIVE INCOME (LOSS)					
	IV				
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement of defined benefit plans		(18,412)	-	(6,106)	-
Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income		36,176	-	(6)	-
Share of the other comprehensive income (loss) of subsidiaries and associates accounted for using the equity method		39,581	-	(3,135)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss		-	-	-	-
		57,345	-	(9,247)	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translating the financial statements of foreign operations		(129,494)	(6)	(114,804)	(5)
Income tax relating to items that may be reclassified subsequently to profit or loss		-	-	-	-
		(129,494)	(6)	(114,804)	(5)
Other comprehensive income (loss) for the year, net of income tax		(72,149)	(6)	(124,051)	(5)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		\$ 375,729	13	\$ 305,045	13
EARNINGS PER SHARE					
	IV - IV(XX)				
Basic		\$ 1.88		\$ 1.81	
Diluted		\$ 1.88		\$ 1.81	

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars)

Item	Ordinary Shares	Capital Surplus		Retained Earnings			Other Equity			Treasury stock	Total Equity
		From treasury stock transactions	From share of changes in equities of associates	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income			
BALANCE, JANUARY 1, 2020	\$ 2,400,000	\$ 36,153	\$ 76,812	\$ 331,218	\$ 1,005,964	\$ 980,569	\$ 74,695	\$ 130,580	\$ (38,464)	\$ 4,997,527	
Appropriation of the 2019 earnings											
Legal reserve	-	-	-	45,688	-	(45,688)	-	-	-	-	
Cash dividends(10%)	-	-	-	-	-	(240,000)	-	-	-	(240,000)	
Net profit for year ended December 31, 2020	-	-	-	-	-	429,096	-	-	-	429,096	
Other comprehensive income (loss) for year ended December 31, 2020 net of income tax	-	-	-	-	-	(2,528)	(114,804)	(6,719)	-	(124,051)	
Total comprehensive income for the year ended December 31, 2020	-	-	-	-	-	426,568	(114,804)	(6,719)	-	305,045	
Changes in equity from investments in associates accounted for using the equity method	-	-	90,555	-	-	-	-	-	-	90,555	
Dividends distributed to subsidiaries to adjust capital surplus	-	2,294	-	-	-	-	-	-	-	2,294	
BALANCE, DECEMBER 31, 2020	2,400,000	38,447	167,367	376,906	1,005,964	1,121,449	(40,109)	123,861	(38,464)	5,155,421	
Appropriation of the 2020 earnings											
Legal reserve	-	-	-	42,657	-	(42,657)	-	-	-	-	
Cash dividends(11%)	-	-	-	-	-	(264,000)	-	-	-	(264,000)	
Net profit for year ended December 31, 2021	-	-	-	-	-	447,878	-	-	-	447,878	
Other comprehensive loss for year ended December 31, 2021, net of income tax	-	-	-	-	-	(23,749)	(129,494)	81,094	-	(72,149)	
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	424,129	(129,494)	81,094	-	375,729	
Dividends distributed to subsidiaries to adjust capital surplus	-	2,523	-	-	-	-	-	-	-	2,523	
BALANCE, DECEMBER 31, 2021	\$ 2,400,000	\$ 40,970	\$ 167,367	\$ 419,563	\$ 1,005,964	\$ 1,238,921	\$ (169,603)	\$ 204,955	\$ (38,464)	\$ 5,269,673	

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

VE WONG CORPORATION

**PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020
(In Thousands of New Taiwan Dollars)**

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES :		
Profit before income tax	\$ 519,981	\$ 516,718
Adjustments for :		
Depreciation expense	74,892	82,983
Amortization expense	7,132	6,310
Expected credit loss on trade receivables	179	1,211
(Reversal of allowance) provision for inventory market price decline	(1,554)	1,196
Loss on inventories scrap	5,021	4,458
Loss on disposal of property, plant and equipment	279	3,039
Impairment loss	8,808	2,993
Share of profit of subsidiaries and associates accounted for using the equity method	(359,883)	(341,801)
Finance costs	7,882	8,160
Dividend income	(7,045)	(6,307)
Interest income	(1,463)	(1,683)
Gain on fair value change of financial assets at fair value through profit or loss	(6,573)	(7,219)
Changes in operating assets and liabilities		
Increase in notes receivable	(19,514)	(416)
Decrease (increase) in trade receivables	(18,218)	10,339
Decrease (increase) in other receivables	(3,829)	362
Decrease (increase) in prepayments and other current assets	16,124	(928)
Decrease (increase) in inventories	(19,964)	21,381
Increase in other noncurrent assets	(884)	(2,196)
Increase in notes payable and trade payable	21,457	16,919
Increase (decrease) in other payables	3,495	(3,359)
Increase (decrease) in other current liabilities	(2,087)	1,204
Net defined benefit liabilities	(31,272)	(22,142)
Cash generated from operations	192,964	291,222
Dividends received from subsidiaries	396,879	362,619
Other dividends received	7,045	6,307
Interest received	610	1,622
Interest paid	(7,792)	(8,302)
Income tax received	19,289	-
Income tax paid	(121,995)	(57,411)
Net cash generated from operating activities	<u>487,000</u>	<u>596,057</u>
CASH FLOWS FROM INVESTING ACTIVITIES :		
Increase in financial assets measured at amortized cost	(54,840)	(28,050)
Proceeds from disposal financial assets at fair value through profit or loss	51,468	-
Increase in other financial assets	(285,183)	(314,022)
Acquisition of property, plant and equipment	(28,560)	(15,115)
Increase in prepaid equipment purchase	(38,485)	(34,381)
Decrease (increase) in refundable deposit	(5,876)	65
Increase in other noncurrent assets	(9,604)	(4,491)
Net cash used in investing activities	<u>(371,080)</u>	<u>(395,994)</u>
CASH FLOWS FROM FINANCING ACTIVITIES :		
Increase (decrease) in short-term borrowings	140,000	(70,000)
Payment of the principal portion of lease liabilities	(14,138)	(14,069)
Increase (decrease) in other noncurrent liabilities	(800)	482
Dividends paid	(264,000)	(240,000)
Net cash used in financing activities	<u>(138,938)</u>	<u>(323,587)</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(23,018)	(123,524)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	246,424	369,948
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 223,406</u>	<u>\$ 246,424</u>

The accompanying notes are an integral part of the parent company only financial statements.
(With PKF Taiwan auditors' report dated March 30, 2022)

Appendix I

VE WONG Corporation Articles of Incorporation

Chapter 1 General Provisions

Article 1 The Company is incorporated as a company limited by shares under the provisions set forth in the Company Act in the full name of **VE WONG Corporation** (the “Company”).

Article 2 The lines of business of the Company shall include the following:

- (1) A102060 Food Dealers
- (2) C102010 Manufacture of Dairy Products
- (3) C103050 Manufacturing of Canning, Freezing, Dehydration, Pickled of Food
- (4) C104010 Manufacturing of Sugar Confectionery
- (5) C104020 Manufacture of Bakery and Steam Products
- (6) C105010 Edible Oil and Fat Manufacturing
- (7) C106010 Grain Husking, Manufacture of Grain Mill Products, Starches and Starch Products
- (8) C108010 Carbohydrate Manufacturing
- (9) C109010 Manufacture of Seasoning
- (10) C110010 Beverage Manufacturing
- (11) C114010 Food Additives Manufacturing
- (12) C199010 Manufacture of Noodles, Couscous and Similar Farinaceous Products
- (13) C199020 Edible Ice Manufacturing
- (14) C199030 Instant Meal Box Food Manufacturing
- (15) C199040 Beans Processed Food Manufacturing
- (16) C199990 Manufacture of Other Food Products Not Elsewhere Classified
- (17) C201010 Feed Manufacturing
- (18) C601030 Paper Containers Manufacturing
- (19) C801010 Basic Chemical Industrial
- (20) C801120 Manufacture of Man-made Fibers
- (21) C802060 Veterinary Drug Manufacturing
- (22) C802070 Agro-pesticide Manufacturing
- (23) C805030 Plastic Daily Necessities Manufacturing
- (24) C805070 Reinforced Plastic Products Manufacturing
- (25) C805990 Other Plastic Products Manufacturing
- (26) F101040 Wholesale of Livestock and Poultry
- (27) F101990 Wholesale of Other Agricultural, Livestock and Aquatic Products
- (28) F102020 Wholesale of Edible Fat and Oil
- (29) F102030 Wholesale of Tobacco and Alcohol
- (30) F102040 Wholesale of Nonalcoholic Beverages
- (31) F102170 Wholesale of Foods and Groceries
- (32) F103010 Wholesale of Animal Feeds

- (33)F104110 Wholesale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
- (34)F106010 Wholesale of Hardware
- (35)F106020 Wholesale of Daily Commodities
- (36)F107070 Wholesale of Veterinary Drugs
- (37)F108040 Wholesale of Cosmetics
- (38) F109070 Wholesale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
- (39)F110010 Wholesale of Clocks and Watches
- (40)F113020 Wholesale of Electrical Appliances
- (41)F114010 Wholesale of Motor Vehicles
- (42)F114030 Wholesale of Motor Vehicle Parts and Motorcycle Parts, Accessories
- (43)F119010 Wholesale of Electronic Materials
- (44)F121010 Wholesale of Food Additives
- (45)F199990 Other Wholesale Trade
- (46)F201010 Retail Sale of Agricultural Products
- (47)F201020 Retail Sale of Livestock Products
- (48) F201990 Retail Sale of Other Agricultural, Livestock and Aquaculture Products
- (49)F202010 Retail Sale of Feeds
- (50)F203010 Retail Sale of Food, Grocery and Beverage
- (51)F203020 Retail Sale of Tobacco and Alcohol
- (52) F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
- (53)F206010 Retail Sale of Hardware
- (54)F206020 Retail Sale of daily commodities
- (55)F207070 Retail Sale of Veterinary Drugs
- (56)F208040 Retail Sale of Cosmetics
- (57) F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies
- (58)F210010 Retail Sale of Watches and Clocks
- (59)F213010 Retail Sale of Electrical Appliances
- (60)F214010 Retail Sale of Motor Vehicles
- (61)F214030 Retail Sale of Motor Vehicle Parts and Motorcycle Parts, Accessories
- (62)F219010 Retail Sale of Electronic Materials
- (63)F221010 Retail of Food Additives
- (64)F299990 Retail Sale of Other Products
- (65)F301020 Supermarkets
- (66)F399010 Convenience Stores
- (67)F401010 International Trade
- (68)G801010 Warehousing
- (69)H701010 Housing and Building Development and Rental
- (70)H701020 Industrial Factory Development and Rental

- (71)H701040 Specific Area Development
- (72)H701050 Investment, Development and Construction in Public Construction
- (73)H701060 New Towns, New Community Development
- (74)H703100 Real Estate Leasing
- (75)IZ06010 Tally Packaging
- (76)JA01010 Automobile Repair
- (77)F401161 Tobacco Products Import
- (78)F401171 Alcohol Products Importation
- (79) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 The Company is incorporated in Taipei City and set up production plant branches, transportation, and sales agencies in various places where it deems necessary.

Article 4 The Company's announcement methods are handled in accordance with Article 28 of the Company Law.

Chapter 2 Share Capital

Article 5 The Company's total capital shall be 24 billion New Taiwan dollars (NT\$2,400,000,000) divided into 240,000,000 shares of NT\$10 each.

Article 6 The Company's shares may be exempted from printing stocks, but the exempted shares should be registered with the securities centralized custodian.

Article 7 For shareholder account names, natural person shareholders shall use their real names in accordance with the provisions of the Name Regulations, and legal person shareholders shall use the full name of the legal person and fill in the shareholder seal card. Shareholders who are underage and banned from property management should also stamp their legal representative's seal and send it to the Company for the record.

When shareholders handle the stock affairs and exercise other rights or contact the Company in writing, they shall retain their seals as the previous item.

Article 8 Shareholders handling share matters such as stock transfer, loss reporting, inheritance, gifting, seal loss reporting, change or address change, etc., shall be handled in accordance with the rules and regulations for the handling of shares of companies issuing public shares, except as otherwise provided by laws and securities regulations.

Article 9 Reissuance, transfer or set-up of rights pledge or inheritance, gift of new stocks that are changed in the name may be subject to cost.

Article 10 (deleted)

Article 11 Changes in the shareholder register shall cease within 60 days before the regular shareholders meeting, 30 days before the extraordinary shareholders meeting, or within 5 days before the base date when the company decides to distribute dividends, bonuses, or other benefits.

Chapter 3 Shareholders' Meeting

Article 12 The Company convenes a regular meeting of shareholders at least once a year, which shall be convened by the Board of Directors within six months after the end

of each fiscal year, and temporary shareholders' meetings shall be convened in accordance with the law when necessary.

Article 13 The general meeting of shareholders shall be convened 30 days ago, and the convening of the extraordinary shareholders meeting shall be 15 days before the date, place, and reason for the meeting shall be notified to each shareholder; the notification shall be made electronically if the counterparty agrees. For shareholders who hold less than 1,000 shares of registered stocks, the convening notice may be made by public announcement.

Article 14 Shareholders may by way of power of attorney appoint proxies to attend the said shareholders' meeting. Except for trust enterprises or share registration agencies approved by the securities management authorities, when one shareholder is entrusted by two or more shareholders, the voting right represented by the said shareholder shall not exceed 3% of the voting rights of total shares issued. Where it has so exceeded, the voting right in excess shall not be included.

The power of attorney mentioned in the preceding paragraph shall be delivered to the company five days before the meeting of shareholders.

Article 15 The Chairman of the Board of Directors will preside over the shareholder's meeting. Where the Chairman is on leave or not able to perform his duty for any reason, the Vice-Chairman shall act on his behalf. Where the Vice-Chairman is also on leave or not able to perform his duty for any reason, the Chairman shall appoint one executive director to act on his behalf. If the Chairman has made no appointment, the executive directors shall elect among themselves one person to act as the deputy.

Article 16 Each share is entitled to cast one vote unless otherwise deprived in accordance with Article 157 paragraph 3 and Article 179 of the Company Act.

When the Company holds a shareholders' meeting, it shall adopt electronic means for shareholders to exercise their voting rights and may allow them to exercise such rights in writing.

Article 17 Unless otherwise stipulated in the Company Act, any resolution of a shareholder meeting shall be decided by more than one-half of the shareholders presenting at the shareholders meeting consisting of more than one-half the total voting shares.

Article 18 The meeting minutes shall be prepared for each shareholders meeting, recording any resolutions being made, the meeting dates, times, venue, the chairperson's name, the voting procedures, the summary and the result of the process, and signed by the chairperson or stamped. Such meeting minutes shall be archived throughout the existence of the Company. The attendance books and proxies shall be retained for at least one year. The meeting minutes may be distributed to all shareholders within 20 days after the meeting and may be made by posting a public announcement on the Market Observation Post System.

Chapter 4 Board of Directors and Audit Committee

Article 19 The Company has 12 to 15 directors, who are elected by the shareholders' meeting in accordance with Article 198 of the Company Law. The term of office is three years, and they may be re-elected. However, the provisions of Article 15-2 and Article 85 of the Civil Law do not apply to the capacity of conduct mentioned

in the preceding paragraph.

The election of the director adopts a candidate nomination system. Shareholders should select director candidates from the list of directors and handle it in accordance with Article 192-1 of the Company Law and relevant laws and regulations.

In the number of directors, the number of independent directors shall not be less than three and shall not be less than one-fifth of the director seats. Regarding the professional qualifications, shareholding, part-time restrictions, independence determination, nomination and selection methods, the exercise of powers, and other compliance matters for independent directors, they shall be handled in accordance with the Securities Exchange Law and relevant laws and regulations.

Independent directors and non-independent directors shall be elected together, and the number of elected candidates shall be calculated separately.

The total number of registered shares held by all directors shall not be less than the minimum shareholding ratio of the director of the public offering company.

The directors organize the Board of Directors. According to Article 208 of the Company Law, three to five executive directors shall be selected from each other, but the number shall not exceed one-third of the number of directors. The number of independent directors among the executive directors shall not be less than one and shall not be less than the executive directors. One-fifth of the seats of directors, and the executive directors elect one of them as the Chairman, and they may elect one of them as the deputy chairman in the same way according to actual needs and may elect several people as the resident managing director, and the Chairman internally is the chairman of the shareholders' meeting, the Board of Directors, and the managing executive. Chairman of the Board representing the Company externally.

The execution of the company's business, unless otherwise provided by the Company law and the Company's articles of association, shall be decided by the Director of the Board.

Article 20 The functions and powers of the Board of Directors will be as follows:

1. Verification, implementation, and supervision of business policies and business plans.
2. Verification and execution of foreign investment or cooperation.
3. Preparation and verification of financial scheduling budget and final accounts.
4. Important rules, contracts, and approval of branch establishment or abolition.
5. Staff establishment, appointment, removal, and assessment.
6. Convening of the shareholder's meeting.
7. Matters concerning the selection (re)appointment and designation of the corporate director or supervisor representatives of reinvested companies.
8. Decisions on other important matters.

Article 21 Except for the first directors' Meeting of each term, which will be called by the director who received a ballot representing the largest number of votes at the election, the rest of the following Board of Directors' Meetings will be convened and presided by Chairman.

When the Chairman asks for leave or is unable to exercise his authority for some

reason, the deputy chairperson will act as the deputy, but when the Chairman and the deputy chairman both ask for leave or are unable to exercise his authority for some reason, the chairman shall designate the executive director to act as his agent. If the chairman is not appointed, the executive director will recommend each other one person agent.

Article 22 Regular meetings of the Board of Directors shall be convened four times a year, at least once a quarter, a notification with the date, time, and meeting agenda should be issued at least seven days before the meeting. However, in the case of emergency, an interim Board meeting may be held at any time, shall be convened by the chairman, and the afore-mentioned meeting notice may be sent by email.

Article 23 Unless otherwise stipulated by the Company Act, the Board of Directors shall adopt resolutions by a majority vote of the directors present at a meeting attended by a majority of all directors. When a director is unable to personally attend the meeting of the Board of Directors, he/she may submit a proxy form, enumerating the purpose of convening such meeting, the scope of authorization, to appoint another director to attend the meeting. A proxy director may not act on behalf of more than one person.

Article 24 The proceedings of the Board of Directors shall be recorded, and the matters recorded shall be handled in accordance with the provisions of the "Regulations Governing Procedure for Board of Directors Meetings of Public Companies".

Article 25 The managing director organizes the executive Board of Directors. When the Board of Directors is adjourned, the executive Board of Directors shall be held in a meeting to perform the functions of the Board of Directors at any time by the law. It is convened by the chairman at any time, but when the chairman asks for leave or is unable to exercise his authority for some reason, the vice-chairman shall convene it on his behalf.

Article 26 The chairman of the Executive Board of Directors is assumed by the chairman. When the chairman asks for leave or cannot exercise his powers for some reason, the vice-chairman shall act as his agent, but when the chairman and vice chairman both ask for leave or cannot exercise his powers for some reason, the chairman shall appoint the managing director to act for it.

Article 27 The proceedings of the Executive Board of Directors shall be recorded, and the items recorded shall be governed by the provisions of Article 24 of this Articles of Association

Article 28 The Company shall set up an audit committee in accordance with Article 14-4 of the Securities and Exchange Act to replace the supervisor. The audit committee shall be composed of all independent directors with no less than three persons, one of whom shall be the convener, and at least one shall have an accounting or financial expertise.

Article 29 (Deleted)

Article 30 The exercise of powers of the audit committee and other binding matters are processed in accordance with its organizational rules, Articles of Incorporation, relevant laws, and regulations.

Article 31 The remuneration of the directors is authorized to the Board of Directors to determine the level of participation and contribution of the directors in the

Company's operations and the value of their contributions and refer to the industry standards.

Chapter 5 Managerial Officer and consultant

Article 32 The Company has one General Manager, and several Deputy General Managers, Associate Managers, and Managers (first-level Factory directors) who are hired in accordance with Article 29 of the Company Law. In addition, one Chief Engineer and several Consultants and Commissioners can be purchased.

Chapter 6 Accounts and surplus distribution and dividend policy

Article 33 The Company takes the end of December of the Chinese calendar as the final accounting period. The Board of Directors prepares the following tables and submits them to the shareholder's meeting for recognition in accordance with the law.

1. Operation Report
2. Financial Statements
3. Proposal for surplus distribution or loss allowance

Article 34 The Company, if profitable in the current year, should be distributed 2% as employees' compensation and not more than 5% distributed as directors' remuneration. However, the Company's accumulated losses shall have been covered.

Article 34-1 The Company's industrial environment is changeable, and the life cycle of the company is at a stable growth stage. Considering the Company's future capital needs and long-term financial planning, and meeting shareholders' demand for cash inflows, if the Company has a surplus after its annual accounts, except for payment in accordance with the law. In addition to income tax for profit-making businesses and making up of losses in previous years, 10% of the statutory surplus reserve and special surplus reserve required by the Securities and Exchange Law should be allocated first. If there is a surplus, it may be based on the actual profit and capital of the current year. Circumstances, after the resolution of the Board of Directors is passed, it is reported to the shareholders meeting to resolve shareholder dividends.

Article 35 Based on business needs, the Company may provide external endorsement and guarantee, but it should be handled in accordance with the Company's "endorsement and guarantee procedures".

Chapter 7 Supplementary Articles

Overseas Chinese and foreigners investing in our Company are reported to be handled in accordance with relevant laws and regulations.

With respect to the matters not provided herein, the Company Act and other applicable laws and regulations shall govern.

However, about reinvestment, the total investment is not subject to the "limitation of not exceeding 40% of the Company's paid-in share capital."

These Articles of Incorporation were enacted on April 24, 1959, and

the first amendment was made at the regular shareholders meeting on August 18, 1961;
the 2nd amendment was made at the extraordinary meeting of shareholders on December 05, 1961;
the 3rd amendment was made at the regular shareholders meeting on March 27, 1963;
the 4th amendment was made at the regular shareholders' meeting on May 30, 1964;
the 5th amendment was made at the extraordinary meeting of shareholders on July 14, 1964;
the 6th amendment was made at the regular shareholders' meeting on March 31, 1966;
the 7th amendment was made at the regular shareholders meeting on March 31, 1967;
the 8th amendment was made at the extraordinary meeting of shareholders on May 10, 1967;
the 9th amendment was made at the regular shareholders meeting on April 30, 1969;
the 10th amendment was made at the regular shareholders meeting on March 31, 1970;
the 11th amendment was made at the extraordinary meeting of shareholders on May 29, 1970;
the 12th amendment was made at the regular shareholders meeting on June 04, 1971;
the 13th amendment was made at the regular shareholders meeting on March 06, 1972;
the 14th amendment was made at the extraordinary meeting of shareholders on July 06, 1972;
the 15th amendment was made at the regular shareholders meeting on March 24, 1973;
the 16th amendment was made at the regular shareholders meeting on March 27, 1974;
the 17th amendment was made at the regular shareholders meeting on March 24, 1975;
the 18th amendment was made at the regular shareholders meeting on April 06, 1976;
the 19th amendment was made at the regular shareholders meeting on April 30, 1977;
the 20th amendment was made at the second extraordinary meeting of shareholders on December 01, 1978;
the 21th amendment was made at the extraordinary meeting of shareholders after the merger on February 28, 1979;
the 22th amendment was made at the regular shareholders meeting on May 10, 1979;
the 23th amendment was made at the regular shareholders meeting on April 30, 1980;
the 24th amendment was made at the extraordinary meeting of shareholders on December 26, 1980;
the 25th amendment was made at the regular shareholders meeting on May 09, 1981;
the 26th amendment was made at the regular shareholders meeting on June 23, 1982;
the 27th amendment was made at the regular shareholders meeting on May 25, 1983;
the 28th amendment was made at the regular shareholders meeting on May 16, 1984;
the 29th amendment was made at the regular shareholders meeting on May 31, 1985;
the 30th amendment was made at the regular shareholders meeting on May 28, 1987;
the 31th amendment was made at the regular shareholders meeting on May 27, 1988;
the 32th amendment was made at the regular shareholders meeting on May 25, 1990;
the 33th amendment was made at the regular shareholders meeting on May 24, 1991;
the 34th amendment was made at the regular shareholders meeting on May 29, 1992;
the 35th amendment was made at the regular shareholders meeting on May 28, 1993;
the 36th amendment was made at the regular shareholders meeting on May 24, 1996;
the 37th amendment was made at the regular shareholders meeting on June 26, 1997;
the 38th amendment was made at the regular shareholders meeting on May 27, 1998;
the 39th amendment was made at the regular shareholders meeting on May 28, 1999;
the 40th amendment was made at the regular shareholders meeting on September 16, 2000;
the 41th amendment was made at the regular shareholders meeting on June 28, 2002;
the 42th amendment was made at the extraordinary meeting of shareholders on January 05, 2004;
the 43th amendment was made at the regular shareholders meeting on June 28, 2005;
the 44th amendment was made at the regular shareholders meeting on June 28, 2006;
the 45th amendment was made at the regular shareholders meeting on June 28, 2007;

the 46th amendment was made at the regular shareholders' meeting on June 25, 2009;
the 47th amendment was made at the regular shareholders' meeting on June 23, 2011;
the 48th amendment was made at the regular shareholders' meeting on June 21, 2012;
the 49th amendment was made at the regular shareholders' meeting on June 20, 2013;
the 50th amendment was made at the regular shareholders' meeting on June 26, 2014;
the 51th amendment was made at the regular shareholders' meeting on June 23, 2015;
the 52th amendment was made at the regular shareholders' meeting on June 28, 2016;
the 53th amendment was made at the regular shareholders' meeting on June 26, 2018;
the 54th amendment was made at the regular shareholders' meeting on June 26, 2019;
the 55th amendment was made at the regular shareholders' meeting on June 23, 2020;

Appendix II

VE WONG Corporation

The Rules of Procedures for Shareholders' Meeting

Article 1 Unless otherwise provided for by law, the Company's Shareholders' meetings shall be governed by these rules and procedures.

Article 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 a shareholders' meeting notice and proxy forms, and causes of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, in the form of a public announcement on the MOPS of the TWSE. no later than 30 days before the scheduled Annual Shareholders' Meeting date or no later than 15 days before the scheduled Special Shareholders' Meeting date. To convene a shareholders' meeting, the Company shall prepare a meeting handbook. The Company shall prepare electronic versions of a shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS no later than 21 days before the scheduled Annual Shareholders' Meeting date or no later than 15 days before the scheduled Special Shareholders' Meeting date. In addition, the Company shall also have prepared a shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time no later than 15 days before the scheduled Shareholders' Meeting date. The Meeting Agenda and supplemental materials shall also be displayed by the Company and at the professional shareholder services agent engaged by the Company 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 the electronic form. For shareholders who hold less than 1,000 shares of registered stocks, the convening notice may be made by public announcement.

Election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, the dissolution, merger, or demerger of the Company, or any matter under paragraph 1 of Article 185 of the Company Act or Articles 26-1 and 43-6 of the Securities and Exchange Act shall be set out in the causes in the notice to convene the shareholders' meeting. None of the above matters may be raised by an extraordinary motion. The main content can be placed on the website designated by the securities authority or the company, and its website should be stated in the notice

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

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders'

meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

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

Shareholder-submitted proposals are limited to 300 words. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in the discussion of the proposal.

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

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

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

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 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.

Article 5 This Company shall specify in its shareholder's meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes before the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and enough 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. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card instead 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 or supervisors, 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 a proxy, it may designate only one person to represent it in the meeting.

Article 6 If a shareholders meeting is convened by the Board of Directors, the meeting shall be chaired by the chairperson of the Board. When the chairperson of the Board is on leave or for any reason unable to exercise the powers of the chairperson, the vice-chairperson shall act in place of the chairperson; if there is no vice-chairperson or the vice-chairperson also is on leave or for any reason unable to exercise the powers of the vice-chairperson, the chairperson shall appoint one of the managing to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

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

It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the chairperson of the Board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

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.

Article 7 This Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote-counting procedures.

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

Article 8 Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards. The Chairman shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairman 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 Chairman shall declare the meeting adjourned.

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

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

Article 9 If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party having the convening right that is not the Board of Directors.

The Chairman may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the Chairman declares the meeting adjourned in violation of the rules of procedure, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chairman in accordance with statutory procedures, by a majority of the votes represented by the attending shareholders, and then continue the meeting.

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

Article 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 Chairman.

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

speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

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

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

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

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

Article 11 Voting at a shareholders' meeting shall be calculated based on 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 the Company, that shareholder may not vote on that item, and may not exercise voting rights as a proxy for any other shareholder.

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

Except for a trust enterprise or a stock agency approved by the competent securities authority, when one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of voting shares, otherwise, the portion of excessive voting rights shall not be counted.

Article 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 of Article 179 of the Company Act.

When the Company holds a shareholders' meeting, it should allow the shareholders to exercise voting rights in writing or by way of electronic transmission. When voting rights are exercised in writing or by way of electronic transmission, the method for exercising the voting rights shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights in writing or by way of electronic transmission will be deemed to have attended the meeting in person, but to have waived his/her rights to the extraordinary motions and amendments to original proposals of that meeting.

A shareholder intending to exercise voting rights in writing or by way of electronic transmission under the preceding paragraph shall deliver a written

declaration of intent to the Company no later than 2 days prior to the scheduled shareholders' meeting date. When duplicate declarations of intent are delivered, the one received earliest by the Company shall prevail, except when a declaration is made to revoke the earlier declaration of intention.

After a shareholder has exercised voting rights in writing or by way of electronic transmission, in the event the shareholder intends to attend the shareholders' meeting in person, a written declaration of intent to rescind 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, no later than 2 days before the scheduled shareholders' meeting date. If the notice of rescission is submitted after that time, the voting rights already exercised in writing or by way of electronic transmission shall prevail. When a shareholder has exercised voting rights both in writing or by way of electronic transmission 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 the Company's Articles of Incorporation, the adoption of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.

If no objection is voiced after solicitation by the Chairman, a resolution shall be deemed adopted and shall have the same effect as if it had been put to a vote. At the time of a vote, for each proposal, the Chairman or a person designated by the Chairman shall 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 Chairman shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone 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 Chairman, provided that all monitoring personnel shall be shareholders of the Company.

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

Article 13 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

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.

- Article 14 Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the Chairman of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph through a public announcement made through the MOPS. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the Chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.

- Article 15 On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies and shall make an express disclosure of the same at the place of the shareholders' meeting.

If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or TWSE regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

- Article 16 Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or armbands.

The Chairman may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the Chairman may prevent the shareholder from so doing. When a shareholder violates the rules of procedure and defies the Chairman's correction, obstructing the proceedings and refusing to heed calls to stop, the Chairman may direct the proctors or security personnel to escort the shareholder from the meeting.

- Article 17 When a meeting is in progress, the Chairman may announce a break based on time considerations. If a force majeure event occurs, the Chairman may rule the meeting temporarily suspended and announce a time when, because of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all 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 postpone or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 18 These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings.

These Rules were enacted at the extraordinary meeting of shareholders on February 09, 1965,
and

the first amendment was made at the extraordinary meeting of shareholders on February 28, 1979;

the 2nd amendment was made at the regular shareholders' meeting on May 27, 1998;

the 3rd amendment was made at the regular shareholders meeting on June 28, 2002;

the 4th amendment was made at the regular shareholders' meeting on June 20, 2003;

the 5th amendment was made at the regular shareholders' meeting on June 26, 2008;

the 6th amendment was made at the regular shareholders' meeting on June 26, 2019;

the 7th amendment was made at the regular shareholders meeting on June 23, 2020;

Appendix III

VE WONG Corporation

Procedures for the Acquisition or Disposal of Assets

- Article 1 These Operational Procedures are formulated in accordance with the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” promulgated by the “Financial Supervisory Commission (FSC)”. The acquisition or disposal of assets by the Company shall be handled in accordance with the provisions of this handling procedure.
- Article 2 The term “assets” as used in these Procedures is applicable within the scope enumerated below:
1. Investments in stocks, government bonds, corporate bonds, financial bonds, securities representing an interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities, asset-backed securities, etc.
 2. Real estate (including land, buildings and structures, real estate held for investment purposes, inventories of construction enterprises) and equipment.
 3. Memberships.
 4. Patents, copyrights, trademarks, franchise rights, and other intangible assets.
 5. Right-of-use assets.
 6. Assets acquired or disposed of in connection with mergers, splits, acquisitions, or share transfers in accordance with the law.
 7. Other major assets.
- Term definitions used for these Procedures are as follows:
1. Assets acquired or disposed of through mergers, splits, acquisitions, or transfer of shares in accordance with law: Refers to assets acquired or disposed of through mergers, splits, or acquisitions conducted under the Business Mergers and Acquisitions Act or other laws, or to transfer of shares from another company through issuance of new shares of its own as the consideration therefor (hereinafter "transfer of shares") under Article 156-3 of the Company Act.
 2. Related party or subsidiary: As defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
 3. Professional appraiser: Refers to a real property appraiser or another person duly authorized by law to engage in the value appraisal of real property or equipment.
 4. Date of occurrence: Refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, dates of Boards of Directors’ resolutions, or another date that can confirm the counterpart and monetary amount of the transaction, whichever date is earlier; provided, for investment for which approval of the competent authority is required, the earlier of the above date or the date of receipt of approval by the competent authority shall apply.
 5. Mainland China area investment: Refers to investments in the mainland China area approved by the Ministry of Economic Affairs Investment Commission or conducted in accordance with the provisions of the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area.

Article 3 When the Company acquires or disposes of assets, it shall appoint objective, impartial and detached experts to issue reports according to the types of assets and in accordance with the following provisions:

1. In the acquisition or disposal of properties, equipment, or right-of-use assets, except in the cases of transactions with domestic government institutions, (self-owned or leased) land for commissioned construction, or acquisition or disposal of equipment or right-of-use assets for business use, if the transaction amount reaches 20% of the Company's paid-in capital or exceeds NT\$ 300 million, the Company shall obtain an appraisal report issued by professional appraisers before the date of such transaction, and carry out such transaction in accordance with the following provisions:
 - (1) If, due to special circumstances, it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the Board of Directors, and the same applies if there are subsequent changes to the conditions of the transaction.
 - (2) If the transaction amount exceeds NT\$1 billion, appraisals from two or more professional appraisers shall be obtained.
 - (3) If any one of the following circumstances applies to the professional appraisers' appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a CPA shall be engaged to perform the appraisal in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ROC Accounting Research and Development Foundation (ARDF) and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:
 - a. The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount.
 - b. The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount.
 - (4) The time period between the date of the appraisal report issued by a professional appraiser and the contract execution date shall not exceed three months. However, if the publicly announced current value for the same period is applied and no more than six months have elapsed, an opinion may still be issued by the original professional appraiser.
 - (5) Except where a limited price, specified price, or special price is employed by a construction enterprise as the reference basis for the transaction price, if an appraisal report cannot be obtained in time and there is a legitimate reason for the delay, the report, and the certified public accountant's opinion under subparagraph 3 of the preceding paragraph, shall be obtained within two weeks commencing immediately from the date of occurrence.
2. In acquiring or disposing of securities, before the date of occurrence of the event, shall obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in evaluating the transaction price. In addition, if the transaction

amount is 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a certified public accountant before the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. If the CPA needs to use the report of an expert as evidence, the CPA shall do so in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF. This requirement does not apply, however, to securities with publicly quoted prices in an active market or compliance with regulations set by the FSC.

3. If the transaction amount in acquiring or disposing of intangible assets or right-of-use assets or membership certificates reaches 20% of the Company's paid-in capital or more than NT\$300 million, except in the cases of transactions with domestic government institutions, before the date of occurrence of the event the Company shall ask a CPA to provide an opinion regarding the reasonableness of the transaction price in accordance with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.
4. The calculation of the transaction amount in the preceding three paragraphs shall be handled in accordance with the provisions of Paragraph 2 of Article 12, and the so-called "within one year" is counted retrospectively back to the previous one year based on the date of occurrence of this event. The amount that has obtained an appraisal report issued by professional appraisers or the opinions of CPAs in accordance with the Procedures may not be counted in.
5. If the Company acquires or disposes of assets via the court's auction procedure, it may substitute appraisal reports or CPAs' opinions with the certification documents issued by the court.
6. The professional appraisers and their officers, CPAs, attorneys, and security underwriters who provide the Company with appraisal reports, CPA's opinion reports, attorney's opinion reports, or underwriter's opinion reports shall satisfy the following requirements:
 - (1) May not have previously received a final and unappealable sentenced to imprisonment for one year or longer for a violation of the Securities and Exchange Law, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this does not apply if three years have already passed since the completion of service of the sentence, since the expiration of the period of a suspended sentence, or since a pardon was received.
 - (2) May not be a related party or de facto related party of any party to the transaction.
 - (3) If the company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties to each other.

When issuing an appraisal report or opinion, the person referred to in the above paragraph shall comply with the following matters:

- (1) Before accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence.

- (2) When examining a case, they shall appropriately plan and execute adequate working procedures, to produce a conclusion and use it as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case working papers.
- (3) They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.
- (4) They shall issue a statement that clarifies the professional competence and independence of the person who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate and that they have complied with applicable laws and regulations.

Article 4 The acquisition or disposal of assets by the Company shall be handled in accordance with the following procedures unless it is stipulated in Article 185 of the Company Act that it should be carried out by a special resolution of the shareholders' meeting and otherwise stipulated in this procedure:

1. Securities:

- (1) For securities not acquired or disposed of on a centralized exchange market or OTC exchange, If the transaction amount is less than NT\$20,000 (inclusive), the chairman shall be authorized to decide. If the amount is more than NT\$20,000, the chairman shall propose a resolution to the executive Board of Directors and submit a report to the Board of Directors. The relevant operations shall be carried out by the finance department.
- (2) For securities purchased and sold on a centralized exchange market or OTC exchange, If the total transaction amount is less than NT\$100 million (inclusive), the finance department shall be authorized by the chairman or general manager to conduct the transaction through a centralized exchange market or an over-the-counter market according to the prevailing market price. If the total transaction amount exceeds NT\$100 million, the chairman proposes a resolution to the Board of Directors.

2. Real Property, Equipment, or Right-of-use Assets:

- (1) Real property, equipment, or right-of-use assets for non-business use: The management department will conduct a detailed investigation according to the market situation and evaluate the necessity in conjunction with the investment management department. Except for the amount of NT\$50,000 or more, which shall be submitted to the Board of Directors for resolution by the chairman of the Board, the rest shall be approved by the chairman of the Board and shall be handled following relevant operating procedures after approval.
- (2) Real property, equipment, or right-of-use assets for business use: The capital expenditure plan must first be drawn up by the relevant unit. Except for the acquisition of real estate or right-of-use assets with an amount of NT\$300 million or more for business purposes, and the acquisition of equipment or its right-of-use assets with an amount of NT\$50 million or more, inspections shall be conducted, attached the benefit evaluation report and send it to the

Board of Directors for decision. The remaining items that do not meet the pre-exposed amount standard are submitted to the chairman for approval. When moving expenses, they need to be signed and submitted, and submitted to the supervisors at all levels for approval according to the approval authority, and then go through the procurement process.

3. Intangible assets or right-of-use assets or membership certificates: If the amount is less than NT\$20,000 (inclusive), the chairman shall be authorized to make decisions. If the amount is more than NT\$20,000, the chairman shall propose a resolution to the executive Board of Directors and submit a report to the Board of Directors, and the relevant operations shall be carried out by the finance department.

Where the Company's acquisition or disposal of assets requires the approval of the Board pursuant to the Procedures or the applicable laws, rules, and regulations, if director expresses dissent and this is contained in the minutes or a written statement, the Company shall submit the director's dissenting opinion to the Audit Committee.

When the Procedures for Acquisition or Disposal Assets are submitted for discussion by the Board pursuant to the foregoing provision, the Board shall take into full consideration each Independent Director's opinions. If an Independent Director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board meeting.

Significant asset transactions shall be approved by more than half of all members of the audit committee, a resolution of the Board of Directors shall be submitted, and the provisions of Paragraphs 3 and 4 of Article 16 shall apply mutatis mutandis.

Article 5 Total amounts of real property or right-of-use assets thereof or securities acquired by the Company and each subsidiary for non-business use, and limits on individual securities are as follows:

1. The total amount of real property or right-of-use assets thereof acquired for - business use shall not exceed 50% of the current shareholders' equity of each company.
2. The total amount of securities acquired shall not exceed 100% of the current shareholders' equity of each company, and the total amount of short-term investment shall not exceed 30% of each company's current shareholders' equity.
3. The acquisition of each respective security shall not exceed NT\$300 million.
4. Except for funds, there are no more than three types of equity investments of the same nature.

Article 6 When the Company acquires or disposes assets from the related party, in addition to conducting relevant resolution procedures and evaluating the reasonableness of the transaction conditions in accordance with Articles 3, 4, 7, 8, 9, and 10 herein. For the transactions with an amount exceeding 10% of the Company's total assets, the Company shall also obtain an appraisal report issued by professional appraisers or the opinions of CPAs in accordance with Article 3.

The calculation of the transaction amount in the previous provision is conducted in accordance with Article 3, paragraph 4 herein.

In addition, when identifying whether the counterparty is also a related party, besides its legal form, the real relationship shall also be considered.

Article 7

When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT\$300 million or more, except for trading in domestic government bonds, bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company shall be approved by more than half of all Audit Committee members and submitted to the Board of Directors for a resolution, shall not sign the transaction contract and pay until it has been passed.

1. The purpose, necessity, and expected benefits of acquiring or disposing of assets.
2. Reasons for choosing the related party as the transaction counterparty.
3. For the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction conditions in accordance with the Provisions of Articles 8 and 9.
4. Matters such as the original date of the acquisition of the related party and price, counterparty and its relationship with the Company and the related party.
5. Monthly cash flow forecasts for the year commencing from the anticipated month of the signing of the contract, evaluation of the necessity of the transaction, and reasonableness of the fund's utilization.
6. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding Article.
7. The limited conditions of the transaction and other important agreed matters.

The calculation of the transaction amount in the preceding paragraph, to the procedures, shall be made following Article 12, paragraph 2 herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the Board of Directors and recognized by the audit committee need not be counted toward the transaction amount.

If the Company and its subsidiaries, or the subsidiaries that are 100% held directly or indirectly with issued shares or total capital by the Company conduct the following transactions with each other, the Board of Directors may authorize the Chairman to conduct within a given quota in advance, and then submit it to the most recent Board meeting for recognition:

- a. Acquisition or disposal of equipment or right-of-use assets thereof held for business use is within NT\$50 million.
- b. Acquisition or disposal of real property right-of-use assets held for business use is within NT\$300 million.

When submitted to the Board of Directors for discussion in accordance with Paragraph 1, the Board shall take into full consideration each Independent Director's opinions. If an Independent Director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board

meeting.

Matters subject to the approval of the Audit Committee in accordance with Paragraph 1, the Procedures shall be approved by more than half of all Audit Committee members first and then submitted to the Board for approval, and the provisions of paragraphs 3 and 4 of Article 16 shall apply mutatis mutandis.

Article 8

Where the Company acquires real property or right-of-use assets thereof from a related party, the following means for appraising the reasonableness of transaction costs shall be taken:

1. Based upon the related party's transaction price plus necessary interest on funding and the costs to be duly borne by the buyer.
2. Total loan value appraisal from a financial institution where the related party has previously created a mortgage on the property as security for a loan; provided, the actual cumulative amount loaned by the financial institution shall have been 70 % or more of the financial institution's appraised loan value of the property and the period of the loan shall have been one year or more. However, this shall not apply where the financial institution is a related party of one of the transaction counterparties.

Where land and structures are combined as a single property purchased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding paragraph.

When the Company acquires real property or right-of-use assets from the related party, it shall evaluate the cost of the real property or right-of-use assets in accordance with the preceding two and shall ask a CPA to re-examine and render a specific opinion.

When the Company acquires real property or right-of-use assets from the related party, if any of the following conditions occurs, it shall conduct the acquisition in accordance with the preceding Article, and the preceding three paragraphs do not apply:

1. The Related Party acquired the real property or right-of-use assets through inheritance or as a gift.
2. More than five years will have elapsed from the time the Related Party signed the contract to obtain the real property or right-of-use assets to the signing date for the current transaction
3. The real property or right-of-use asset is acquired through the signing of a joint development contract with the Related Party or through contract development, where the Related Party as the developer, on the land of the Company or a third-party landowner
4. The Company, its subsidiaries, or the subsidiaries that are 100% held directly or indirectly with issued shares or total capital by the Company obtain the properties that are right-of-use assets for business use from each other.

Article 9

If the Company's evaluation result according to the paragraphs first and second of the preceding article is lower than the transaction price, shall proceed in accordance with the provisions of Article 10. However, where the following circumstances exist, objective evidence has been submitted and specific opinions on reasonableness have been obtained from a professional real property appraiser

and a CPA have been obtained, this restriction shall not apply:

1. For the related parties who obtain raw land or rented land before construction, they may provide evidence showing any of the following conditions:

(1) Raw land shall be evaluated using the preceding Article method. For houses, the reasonable construction profit shall be added to the construction cost of the related party. The total amount exceeds the actual transaction price.

(2) The other floors of the same property or the other transactions of non-related parties in the nearby region within one year have similar area, and the transaction conditions are equivalent after the evaluation of the reasonable price discrepancy of floors and regions according to the norm of real property transaction or leasing.

2. The properties purchased or the properties that are right-of-use assets leased by the Company from related parties with evidence have equivalent transaction conditions and area with the transactions of other non-related parties in the nearby regions within one year.

The transactions in the nearby region mentioned in the preceding Paragraph are based on the properties that are located on the same or nearby street and are not more than 500 meters away from the transaction target or are based on similar announced current values. The so-called "similar area" refers to when the area of the property in the transaction of other non-related parties is not lower than 50% of the area of the transaction target. The so-called "within one year" is counted retrospectively back to the previous one year based on the date of occurrence of the acquisition of the properties or right-of-use assets.

Article 10 Where the Company acquires real property or right-of-use assets thereof from a related party and the results of appraisals conducted in accordance with the preceding 2 articles are uniformly lower than the transaction price, the following steps shall be taken:

1. The special reserve shall be recognized to the price discrepancy between the transaction price of the property or right-of-use asset and the evaluated cost in accordance with Provision 1, Article 41 of the Securities and Exchange Act, and shall not be distributed or transferred to common stocks. If the investor who invests in the Company with the Equity Method is a public listed company, it shall also recognize special reserve with respect to the recognition amount based on the shareholding percentage in accordance with Provision 1, Article 41 of the Securities and Exchange Act.

2. For independent directors in the Audit Committee, the transaction shall be conducted in accordance with Article 218 of the Company Act.

3. Actions taken pursuant to the preceding two paragraphs shall be reported to the shareholders' meeting, and the details of the transaction shall be disclosed in the annual report and any investment prospectus.

Where the Company has set aside a special reserve under the preceding paragraph, the Company shall not utilize the special reserve until it has recognized a loss or decline in the market value of the assets it purchased at a premium, or they have been disposed of, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the

FSC has given its consent.

When the Company acquires real property or right-of-use assets from related party, if there is other evidence showing that the transaction has matters not meeting the general rules of operation, it shall also conduct the transaction in accordance with the preceding two paragraphs.

Article 11 For mergers, splits, acquisitions, or share transfers, the Company shall comply with Articles 23 to 30 and Article 32 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the FSC, regulations.

Article 12 When the Company acquires or disposes of assets, if any of the following conditions occur, the relevant information shall be published and reported based on its characteristics with the regulated format on the website designated by the FSC within two days after the date of occurrence. If there are mistakes or omissions in the items that shall be published in accordance with laws when published, all the items shall be published and reported again within two days once known.

1. The assets or right-of-use assets are acquired or disposed from a related party, or the assets are not properties or right-of-use assets acquired or disposed from a related party and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or more than NT\$ 300 million. However, the buys and sells of domestic government bonds, bonds with repurchase or reverse sell agreements and money market funds issued by domestic securities investment trust enterprises are not restricted to the rule.
2. Conducting mergers, splits, acquisitions, or share transfers.
3. The asset acquired or disposed belongs to the equipment or right-of-use assets for business use, and the counterparty is not a related party. The transaction amount reaches NT\$ 500 million.
4. The real property or right-of-use assets for construction use acquired or disposed by a construction business, where the trading counterparty is not the related party, and the transaction amount is more than NT\$500 million.
5. The properties are acquired with (self-owned or leased) land for commissioned construction, joint construction for splitting, sharing, or selling, and the counterparty is not a related party. The transaction amount that the Company expects to devote reaches NT\$ 500 million.
6. The asset transactions or investments in the mainland, except as defined in the previous five provisions, have transaction amounts reaching 20% of the Company's paid-in capital or more than NT\$ 300 million. However, the following conditions are not restricted by the rules:
 - (1) Buy and sell domestic government bonds.
 - (2) Buy and sell bonds with repurchase or reverse sell agreements, and purchase of money market funds issued by domestic securities investment trust enterprises.

The calculation methods of the transaction amount mentioned in the preceding paragraph are as follows:

1. The amount of any individual transaction.
2. The cumulative transaction amount of acquisitions and disposals of the

same type of underlying asset with the same transaction counterparty within the preceding year.

3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets thereof within the same development project within the preceding year.

4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.

The so-called “within one year” in the preceding paragraph is counted retrospectively back to the previous one year based on the date of occurrence of this event. The parts that have been published in accordance with the Procedures may not be counted in again.

After the company announces and declares the transaction in accordance with the preceding three paragraphs, if there are changes, terminations, or cancellations to the relevant contracts of the original transaction, or there are changes to the original published and reported content, the Company shall publish and report relevant information on the website designated by the FSC within two days after the date of occurrence.

When the Company acquires or disposes of assets, it shall place the relevant contracts, meeting minutes, appraisal reports, and the opinion reports of CPAs, lawyers, or securities firms in the Company. Except otherwise regulated by the laws, they shall be preserved for at least five years.

Article 13 When the relevant personnel of the Company violated the provisions of this procedure, they shall report for assessment in accordance with the personnel management regulations of the Company and be punished according to the severity of the circumstances.

Article 14 Subsidiaries of the Company shall establish "Procedures for Acquisition or Disposal of Assets" in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", and their acquisition or disposal of assets shall be carried out in accordance with the prescribed processing procedures. For subsidiaries not belonging to domestically public companies, if the acquisition or disposal of assets reaches the publishing and reporting standard defined in the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”, the Company shall conduct the publishing and reporting for the subsidiaries.

The paid-in capital or total assets of the public Company shall be the standard applicable to a subsidiary referred to in the preceding paragraph in determining whether, relative to paid-in capital or total assets, it reaches a threshold requiring public announcement and regulatory filing under Article 12, paragraph 1.

Article 15 For the calculation of 10% of total assets under these Procedures, the total assets stated in the most recent parent company only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.

In the case the Company’s shares have no par value or a par value other than NT\$10—for the calculation of transaction amounts of 20% of paid-in capital

under these Procedures, 10% of equity attributable to owners of the parent shall be substituted.

Article 16 This procedure shall be approved by more than half of all Audit Committee members and submitted to the Board of Directors for a resolution, and then to a shareholders' meeting for approval; the same applies when the procedures are amended. If any director expresses dissent and it is contained in the minutes or a written statement, the Company shall submit the director's dissenting opinion to Audit Committee.

When the Procedures for Acquisition or Disposal Assets are submitted for discussion by the Board pursuant to the foregoing provision, the Board shall take into full consideration each Independent Director's opinions. If an Independent Director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the Board meeting.

If approval of more than half of all Audit Committee members as required in Paragraph 1 is not obtained, such asset or derivative transaction could be approved by more than two-thirds of all directors, and the resolution of the Audit Committee shall be recorded in the Minutes of the Board of Directors' Meeting.

The calculation of the number of the preceding Paragraph Audit Committee members and directors is based on those who at the time take office.

Appendix IV

Current Shareholdings of Directors

Position / title	Name	Date of Election	Term	Number of shareholding when elected		Number of shareholding On the Book closure date	
				Shares	Ratio %	Shares	Ratio %
Chairman	Great Pacific Navigation Co, Ltd./ Representative: Chen, Ching-Fu	2021.07.14	3 years	8,355,959	3.482	8,355,959	3.482
Managing Director	Chen, Kung-Pin	2021.07.14	3 years	4,000,267	1.667	4,000,267	1.667
Managing Director	Kan, Chin-Yu	2021.07.14	3 years	5,703,728	2.377	5,703,728	2.377
Managing Director	Whole Green Trading Co., Ltd./ Representative: Egawa Manwa	2021.07.14	3 years	3,064,604	1.277	3,064,604	1.277
Director	Oversea Fruits Trading Co., Ltd./ Representative: Egawa Hirokazu	2021.07.14	3 years	7,215,354	3.006	7,215,354	3.006
Director	Chien Shun Trading Co., Ltd./ Representative: Du, Heng-Yi	2021.07.14	3 years	8,759,761	3.650	8,759,761	3.650
Director	Syuan Yuan Industrial Co., Ltd.	2021.07.14	3 years	3,700,005	1.542	3,700,005	1.542
Director	Fu Tai Investment and Development Co., Ltd./ Representative: Chou, Hai-Guo	2021.07.14	3 years	1,896,990	0.790	1,896,990	0.790
Director	Hsieh Mei Enterprise Co., Ltd./ Representative: Yeh, Chii-Jau	2021.07.14	3 years	1,822,668	0.759	1,822,668	0.759
Director	Chuan Lun Investment Co., Ltd./ Representative: Lai, Chee- Lee	2021.07.14	3 years	1,129,369	0.471	1,129,369	0.471
Director	Her Yeu Trading Co., Ltd. / Representative: Lee, Chi-Lung	2021.07.14	3 years	274,741	0.114	274,741	0.114
Director	Overseas Bros. Co., Ltd./ Representative: Chen, Yueh-Feng	2021.07.14	3 years	22,784,966	9.494	22,784,966	9.494
Managing & Independent Director	Liao, Chi-Fang	2021.07.14	3 years	0	0.000	0	0.000
Independent Director	Chiang, Wen-Chang	2021.07.14	3 years	0	0.000	0	0.000
Independent Director	Hu, Dong-Huang	2021.07.14	3 years	110,000	0.046	110,000	0.046
Total				68,818,412	28.675	68,818,412	28.675

Note 1 : Number of shareholding of directors in the shareholder register on the Book closure date of April 24, 2022.

Note 2 : According to Article 26 of the Securities Exchange Act, the minimum number of shares that all directors of the Company should hold is 12,000,000 shares °