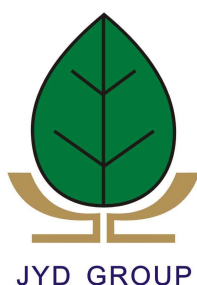


Stock Code
8390



JIIN YEEH DING ENTERPRISE CORP.

**Handbook for the 2021 Annual
Meeting of Shareholders**

(TRANSLATION)

Meeting Date: June 25, 2021

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I. Meeting Procedures

Jiin Yeeh Ding Enterprise Corp.

Agenda of the 2021 Annual General Meeting

- I. Call the Meeting to Order
- II. Chairperson's Remarks
- III. Reports
- IV. Ratifications
- V. Discussions
- VI. Motions
- VII. Adjournment

II. Meeting Agenda

Jiin Yeeh Ding Enterprise Corp. Meeting Agenda of the 2021 Annual General Meeting

Time and Date: 9:00 a.m., Friday, June 25, 2021

Meeting Venue: Assembly Hall, Yanshui Village, Hsinchu City (No. 38, Lane 262, Changxing Street, Xiangshan District, Hsinchu City)

- I. Call the Meeting to Order
- II. Chairperson's Remarks
- III. Reports
 1. 2020 Business Report.
 2. Audit Committee's Review Report of 2020 Audited Financial Statements.
 3. Report on the amendments to the Rules of Procedures for Board of Directors Meetings.
 4. Report on the amendments to the Code of Ethical Conduct.
 5. Allocation of employees' and directors' remuneration for 2020.
- IV. Ratifications
 1. 2020 Financial Statements.
 2. 2020 Earnings Distribution Proposal
- V. Discussions
 1. Proposal for amendments to the Rules of Election of Directors
- VI. Motions
- VII. Adjournment

III. Reports

1. 2020 Business Report.

Description: Please refer to Appendix 1 for the Business Report on pages 5–8.

2. Audit Committee's Review Report of 2020 Audited Financial Statements.

Description: 1. The Company's 2020 final statements were reviewed and approved by the Audit Committee, and submitted to and approved by the Board of Directors, while audited by CPAs, by whom a report has been issued.

2. Please refer to Appendix 2 for the Audit Committee's Review Report on page 9.

3. Report on the amendments to the Rules of Procedures for Board of Directors Meetings.

Description: 1. The Company proposed to amend part of the Rules of Procedures for Board of Directors Meetings in accordance with the Financial Supervisory Commission's Jin-Guan-Zheng-Fa letter No. 1090338980 dated May 29, 2020 while with reference to relevant regulations and amendments to relevant laws.

2. Please refer to Appendix 3 for the comparison table of provisions before and after amendments on pages 10–13.

4. Report on the amendments to the Code of Ethical Conduct.

Description: 1. The Company proposed to amend part of the Code of Ethical Conduct in accordance with the Financial Supervisory Commission's Jin-Guan-Zheng-Fa letter No. 1090338980 dated May 29, 2020 while with reference to relevant regulations and amendments to relevant laws.

2. Please refer to Appendix 4 for the comparison table of provisions before and after amendments on page 14.

5. Allocation of employees' and directors' remuneration for 2020.

Description: The Company's employee remuneration and directors' remuneration for 2020 were approved by the Board of Directors on March 26, 2021. The total amount of employee remuneration was NT\$18,935,620 and the total director's remuneration was NT\$4,733,905, both of which were paid in cash. There is no difference in the estimate recognized for 2020.

IV. Ratifications

Proposal 1:

(Proposed by the Board of Directors)

Ratification of the 2020 Financial Statements

Description: 1. The Company's Parent Company Only Financial Statements and Consolidated Financial Statements for 2020 have been reviewed and approved by the Board of Directors, and audited by Sheng-He Yu and Tzu-Hui Li, CPAs at KPMG Taiwan through necessary auditing procedures in accordance with the generally accepted auditing standards and the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, by whom an audit report have been issued.

2. The financial statements and audit report in the preceding paragraph that have been reviewed by the Board of Directors and audited by CPAs, together with the Business Report and the Earnings Distribution proposal, have been submitted and reviewed by the Audit Committee.

3. Please refer to Appendices 5 and 6 for the financial statements and audit report on pages 15–32.

Resolution:

Proposal 2:

(Proposed by the Board of Directors)

Ratification of the 2020 Earnings Distribution proposal

Description: 1. The undistributed earnings of the Company at the beginning of the period was NT\$107,168,699; after the remeasurement of the defined benefit plan of NT\$160,111 and the cancellation of treasury shares of NT\$5,100,431 were deducted, undistributed earnings at the

- beginning of the period were NT\$101,908,157.
2. The net income after tax for 2020 is NT\$248,371,852; the legal reserve provided is NT\$24,311,131 according to law; the special reserve due to cumulative translation adjustment is NT\$16,807,327. The earnings available for distribution for this period is NT\$309,161,551.
 3. The total number of issued ordinary shares of the Company as of March 26, 2021 was 119,922,660 (including 18,841,000 shares from private placement). The shareholders' dividend of NT\$191,876,256 will be distributed this year with a cash dividend of NT\$1.6 per share will be distributed. After the distribution above, there will an undistributed earnings of NT\$ 117,285,295 at the end of the period.
 4. After the proposal is passed by the shareholders' meeting, the Board of Directors will be authorized to set the ex-dividend record date, the payout date, and other relevant matters. This cash dividend is rounded down to the nearest NT dollar according to the allocation ratio, and the total amount under NT\$1 will be recognized in other income of the Company.
 5. In the event that the proposed earnings distribution is affected by the total number outstanding shares due to a buyback of shares, transfer or cancellation of treasury shares, conversion of employee stock options to common shares, or capital increase in cash, it is proposed to submit to the general shareholders' meeting to fully authorize the Chairman to handle it.
 6. The Earnings Distribution table is as follows:

Jiin Yeeh Ding Enterprise Corp.
2020 Earnings Distribution Table

Unit: NT\$

Undistributed earnings at the beginning of the period	107,168,699
Less: Remeasurement of the defined benefit plan	160,111
Less: Cancellation of treasury shares	5,100,431
Undistributed earnings at the beginning of the period after adjustment	101,908,157
Add: Net income for the current period	248,371,852
Less: Legal reserve appropriated	24,311,131
Less: Special reserve appropriated	16,807,327
Earnings available for distribution in the current period	309,161,551
Distribution:	
Shareholders' dividend (with a cash dividend of NT\$1.6 per share)	191,876,256
Undistributed earnings at the end of the period	117,285,295

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

7. Please proceed to vote on the proposal.

Resolution:

V. Discussions

Proposal 1:

(Proposed by the Board of Directors)

Discussion of amendments to the Rules of Election of Directors

Description: 1. The Company proposed to amend part of the Rules of Election of Directors in accordance with the Financial Supervisory Commission's Jin-Guan-Zheng-Fa letter No. 1090338980 dated May 29, 2020 while with reference to relevant regulations and amendments to relevant laws.

2. Please refer to Appendix 7 for the comparison table on page 33.

3. Please proceed to vote on the proposal.

Resolution:

VI. Motions

VII. Adjournment

Appendix

Appendix 1. Business Report

Jiin Yeeh Ding Enterprise Corp. 2020 Business Report

Looking back on 2020, the outbreak of COVID-19 was the biggest event affecting the world. More than 71.66 million people globally have been infected with the pandemic, and more than 1.6 million people have passed away due to the pandemic. Many countries have adopted the lockdown measure to prevent the further spread of the pandemic, which has also put the global economy into recession. Many enterprises have gone out of business or laid off employees. The pandemic had triggered a series of economic incidents. For example, the circuit breaker was activated on March 9, 2020 for the second time in the history of the U.S. stock market, and the market experienced three circuit breakers in the following half month, causing global stock markets to plummet. As the pandemic severely impacted the global economy, the demand for crude oil was at a low level, and crude oil futures plunged to a negative value. The pandemic has posed daunting challenges to business operations. The Company's production capacity and sales were affected by the lockdown measure, resulting in a decline in the overseas subsidiaries' revenue. Fortunately, as a star product for hedging and anti-inflation, the price of gold has risen; after the price of copper plunged to a historical low in March 2020, it has risen as the governments around the world has expanded their infrastructure construction projects. The price of gold increased by 24% in 2020 and copper by 25% at an astonishing growth rate. Although the Company's overall revenue declined, its performance in profitability was not bad.

In President Tsai Ing-wen's 520 inaugural speech, she mentioned the six core strategic industries, including the green power and renewable energy industry. Therefore, converting waste into renewable resources has become an important policy direction and a key industry to support for the government. As the leader in the circular economy industry, the Company will continue to strive hard on the right path.

With a focus on the core business, Jiin Yeeh Ding will take active actions and give back to shareholders, while increasing its operational momentum and strengthening its customer service. Looking ahead, the Company is confident that it will grow steadily and continue to make profits in return for shareholders' long-term support and loyalty.

I. Business Performance in 2020

(I) Results of implementation of the 2020 business plan

The Company's consolidated net operating revenue in 2020 was NT\$3.332 billion, a decrease of 13.46% compared with that in 2019. The consolidated net income after tax in 2020 was NT\$248 million with the earnings per share after-tax of NT\$2.48.

(II) Budget execution

The Company did not publish its financial forecasts for 2020.

(III) Analysis of financial revenue and expenditure and profitability

1. Financial revenue and expenditure

Unit: In Thousands of New Taiwan Dollars

Item	2020	2019	Amount of increase (decrease)	Percentage of increase (decrease)
Interest income	3,119	6,837	(3,718)	(54.38%)
Interest expense	9,516	16,540	(7,024)	(42.47%)

2. Analysis of profitability

Item	2020	2019
Return on assets (%)	8.30%	4.64%
Return on equity (%)	11.78%	7.79%
Ratio of net income before tax to paid-in capital (%)	25.47%	19.71%
Net profit margin (%)	8%	4%
Earnings per share (NT\$)	2.48	1.56

(IV) Research and development

Unit: In Thousands of New Taiwan Dollars

Item	2020	2019
R&D expenses	2,144	1,939
Net operating revenue	3,332,438	3,850,803
%	0.06%	0.05%

Achievements in technology R&D:

The Company has developed purification technology to increase the recovery rate of precious metals and to reduce the use of chemicals in the recovery process. Pursuing a more eco-friendly processing method is the Company's main research direction.

Technology or products successfully developed are as follows:

Year	Technology or products successfully developed
2016	* Separated Pt and Rh * Improved the platinum processes and enhanced the purity
2017	* Indium recovery * Recovered nickel and tin from small steel balls
2018	* Recovered palladium gold from copper anode slime * Increased the purity of palladium from 80% to 90% or higher
2019	* Electrolyzed low-grade copper
2020	* Recycled tin-containing waste * Cleaned and recycled Ni and Cu paste containers for reuse * Increased the purity of palladium from 90% to 99% or higher

II. Outline of 2021 Business Plan

(I) Operating guidelines

1. Main development direction:

- (1) The expansion plan of Jiin Yeeh Ding's Hsinchu Plant No. 2 is to establish a grade A waste mixed hardware physical treatment plant.
- (2) Continue to enhance the development of e-waste and hardware channels to the markets in Southeast Asia.
- (3) Develop a layout in the green energy industry and enter the green energy and renewable energy markets.

2. Development strategy: Upgrade, control, create, and diversify

- (1) Upgrade: Continue to upgrade the refining technology.

- (2) Control: Strictly control metal risks.
- (3) Create: Bring together the group's strengths to create recyclable products and customers.
- (4) Diversify: Diversify the business model to process imported materials and to engage in horizontal strategic collaboration.

(II) Expected sales volume and its basis

As the launch of the COVID-19 vaccines is conducive to economic recovery, commodities will continue to thrive in 2021, particularly the base metals, such as copper and zinc; precious metals, such as gold, are also expected to benefit from the trend of rising inflation. With the liquidity brought about by the depreciation of the U.S. dollar and the quantitative easing (QE) measures adopted by central banks around the world, raw material commodities will be in a structural bull market in 2021. Particularly, the outlook for copper prices is bullish as the rising demand and low inventories may lead to short supply, and various countries are promoting green energy, which will further increase the demand for copper. Precious metals, namely copper and gold, account for 47% and 11% of the Company's revenue, respectively. Therefore, the Company is optimistic about its revenue and profit estimates.

(III) Important production and marketing policies

1. Focus on the core business:
 - (1) Refuse non-hedging derivative trading.
 - (2) Develop a layout in the fields of household electronic waste and solar panel recycling.
 - (3) Enhance the layout in the recycling industry and move towards the e-scrap cycle.
2. Lean operation:
 - (1) Reduce the inventory of raw materials and increase the speed of sales of inventory.
 - (2) Optimize the operating procedures.
3. Create value: New applications and new markets for existing technologies.
 - (1) Develop new markets for existing products.
 - (2) Expand the scale of the existing recycling industry.

III. Future development strategies

Optimize foundation: Continuously optimize and integrate the Group's organization, develop lean and agile production, refine the cost structure, and develop diversified products, to enhance resource efficiency, enhance overall operating performance, and market competitiveness.

Sustainable development: Integrate ESG into the corporate culture, work with internal and external partners to develop sustainable resources, and carry out various ESG action plans to promote environmental sustainability (environmental), social participation (social), and corporate governance (governance) while implementing the Company's concept of sustainable development to create a new circular and sustainable lifestyle and create a better future.

Green power concept stock: Green energy usually includes solar energy, hydropower, wind power, ocean power, geothermal energy, hydrogen energy, and biomass energy. One of the purposes of Jiin Yeeh Ding's second plant is to recycle and process scrap solar panels. The Company has obtained the solar panel recycling code issued by the Environmental Protection Agency as the only publicly listed company in the domestic industry that has obtained the recycling code. It is expected to become another main driving force for the growth of profit for the Company.

IV. Impact of external competition environment, laws and regulations, and the overall business environment

(I) Competitive advantages of Jiin Yeeh Ding:

With the promulgation of the Waste Disposal Act and the Resource Recycling Act, the government has actively promoted and assisted each industry with waste disposal and resource recycling and reuse, and the

Company has extensive experience in disposing of and processing business waste. As there are only nine grade A institutions in Taiwan that also engage in scrap metal recycling and processing, Jiin Yeeh Ding occupies a leading position in the industry. Furthermore, although the competent authority intends to relax the application requirements for waste disposal (processing) institutions, the difficulty of obtaining land and relevant waste treatment technologies has made many business groups hesitant about entering the market. Many factors have made the Company more competitive in the market.

(II) Changes in important domestic and international policies and laws in recent years have not had a significant impact on the Company's financial business. The Company's daily operations are conducted in compliance with relevant domestic and international laws and regulations, and the Company keeps abreast of the development trends of domestic and international policies and changes in laws and regulations while collecting relevant information as a reference for decision-making by the management, and consulting relevant professionals to adjust the Company's operating strategy in real time.

(III) For the overall business environment, as the demand for the existing products continues to increase, and newly developed technologies and products have been launched successfully, the Company will actively expand domestic and international production and sales markets in line with the strategic layout in 2021. No matter how the international situation changes and evolves, the Company, with the joint efforts of all employees, will move forward firmly through ups and downs in a clear and stable long-term strategic direction.

In the post-pandemic era in 2021, the global economy is full of tests and challenges in course of recovery. The Company's management team will surely adhere to the philosophy of stable operations to respond to the ever-changing international situation prudently while following the 2021 business strategy to lead all employees to move towards the goal collectively, and striding towards the future proactively and firmly to continue to create new opportunities. We sincerely appreciate all shareholders, customers, suppliers, and partners for giving Jiin Yeeh Ding full support all along the journey. We look forward to joining hands with you to create a prosperous and sustainable future.

Jiin Yeeh Ding Enterprise Corp.

Chairman: Ching-Chi Chuang

President: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

Appendix 2. Audit Committee's Review Report

Jiin Yeeh Ding Enterprise Corp.

Audit Committee's Report

The Board of Directors prepared and submitted the Company's 2020 Business Report, Consolidated and Parent Company Only Financial Statements, and an earnings distribution proposal to us for review, among which the Consolidated and Parent Company Only Financial Statements have been audited by Sheng-He Yu and Tzu-Hui Li, CPAs at KPMG, by whom an audit report have been issued. The statements and reports above have been examined and reviewed by us, and no discrepancies were found. Therefore, we hereby submit this report for your review according to Article 14-4 of the Securities and Exchange Act.

To

2021 Annual General Meeting of Jiin Yeeh Ding Enterprise Corp.

Convener of the Audit Committee: Chin-Te Chuang

May 11, 2021

Appendix 3. Table Comparison of Provisions of the Rules of Procedures for Board of Directors Meetings Before and After Amendments

Jiin Yeeh Ding Enterprise Corp.

Table Comparison of Provisions of the Rules of Procedures for Board of Directors Meetings Before and After Amendments

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 7	<p><u>Where a board meeting is convened by the Chairman, the meeting shall be chaired by the Chairman. However, where the first board meeting of every term is convened by the director who wins the ballots representing the most voting rights at the election at the shareholders' meeting, one of the attending directors shall be elected to serve as the chair of the meeting. For any board meeting convened by the majority of directors themselves according to the requirements under the Company Act, the directors shall elect one among themselves as the chair.</u></p> <p>Where the Chairman is on leave or for any reason is unable to exercise the powers for any reason, the Vice Chairman shall do so in place of the Chairman, or, if there is no Vice Chairman or the Vice Chairman is also on leave or is unable to act for any reason, the Chairman shall designate a managing director to act as the chair, or, if there is no managing director, the Chairman shall designate a director to act as the chair; or in the absence of such a designation, managing director or director shall elect from among themselves an acting chair.</p>	<p><u>The Company's board meeting is convened and chaired by the Chairman. However, the first board meeting of every term is convened by the director who wins the ballots representing the most voting rights at the election at the shareholders' meeting; one of the attending directors shall be elected to serve as the chair of the meeting. (added)</u></p> <p>Where the Chairman is on leave or for any reason is unable to exercise the powers for any reason, the Vice Chairman shall do so in place of the Chairman, or, if there is no Vice Chairman or the Vice Chairman is also on leave or is unable to act for any reason, the Chairman shall designate a managing director to act as the chair, or, if there is no managing director, the Chairman shall designate a director to act as the chair; or in the absence of such a designation, managing director or director shall elect from among themselves an acting chair.</p>	<p>1. The text is amended in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies. 2. Paragraph 2 is added in accordance with the provisions of the Company Act.</p>
Article 11	<p>The proposals discussed at a board meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting. The chair may not declare the meeting closed without the approval of a majority of directors present at the meeting. (deleted)</p> <p><u>If at any time during the proceeding of a board meeting, the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of meeting.</u></p>	<p>The proposals discussed at a board meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting. The chair may not declare the meeting closed without the approval of a majority of directors present at the meeting. <u>During the process of the meeting, the chair may announce a recess or a negotiation session at an appropriate time. (added)</u></p>	<p>1. Text is adjusted.</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 15	<p>Directors or the juridical persons they represent shall recuse themselves from the discussion and voting on the matters set forth below, and shall also not exercise voting rights on behalf of any other directors.</p> <ol style="list-style-type: none"> 1. In the event of a motion represents a conflict of interest for a director of for the juridical person he or she represents, he or she shall disclose the conflict at the current meeting if it is detrimental to the Company's interests. 2. A motion that requires recusal at a directors' own discretion. 3. Matters that the Board of Directors deemed to require recusal. <p><u>Where the spouse, a relative within the second degree of kinship of a director, or any company which has a controlling or subordinate relation with a director has interests in the matters under discussion in the meeting of the preceding paragraph, the director shall be deemed to have a personal interest in the matter.</u></p> <p>If the directors have an interest in the matters at the meeting, they shall state at the board meeting the important contents of their interest.</p> <p>If a director violates the regulations on recusal or disclosure obligation and joins a vote, his/her voting rights shall be invalid.</p>	<p>Directors or other juridical persons they represent shall withdraw from the matters below during the deliberation at the meeting, shall not participate in the discussion, and shall not act on behalf of other directors to exercise their voting rights:</p> <ol style="list-style-type: none"> 1. In the event of a motion represents a conflict of interest for a director of for the juridical person he or she represents, he or she shall disclose the conflict at the current meeting if it is detrimental to the Company's interests. 2. A motion that requires recusal at a directors' own discretion. 3. Matters that the Board of Directors deemed to require recusal. <p>(added)</p> <p>If the directors have an interest in the matters at the meeting, they shall state at the board meeting the important contents of their interest.</p> <p>If a director violates the regulations on recusal or disclosure obligation and joins a vote, his/her voting rights shall be invalid.</p>	<p>The content is amended in accordance with the Company Act.</p>
Article 17	<p>The Company's Board of Directors shall discuss the following items:</p> <ol style="list-style-type: none"> 1. Corporate business plans. 2. Annual financial reports <u>signed or stamped by the Chairman, the manager, and the accounting manager, and second-quarter financial statements audited and attested by CPAs.</u> 3. Formulation of or amendment to the internal control system and evaluation the effectiveness of the internal control system. 4. Formulation of or amendment to the operating procedures for acquisition or disposal of assets, derivatives trading, loans to others, endorsement/guarantee to others, and other material financial actions 5. Offering, issuance, or private placement of any equity based securities. 6. Appointment or dismissal of a finance manager, accounting manager, or chief internal auditor. 	<p>The Company's Board of Directors shall discuss the following items:</p> <ol style="list-style-type: none"> 1. Corporate business plans. 2. Annual <u>and semi-annual</u> financial reports. <u>With the exception of semi-annual financial reports, which, under relevant laws and regulations, need not be audited and attested by a CPA.</u> 3. Formulation of or amendment to the internal control system and evaluation the effectiveness of the internal control system. 4. Formulation of or amendment to the operating procedures for acquisition or disposal of assets, derivatives trading, loans to others, endorsement/guarantee to others, and other material financial actions 5. Offering, issuance, or private placement of any equity based securities. 6. Appointment or dismissal of a finance manager, accounting manager, or chief internal auditor. 	<p>Subparagraph 2 is adjusted in line with the provisions of the Securities and Exchange Act.</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>7. Donations to related parties or substantial donations to non-related parties; provided that a donation for charity or disaster relief for a material natural disaster may be submitted to the following Board of Directors meeting for ratification.</p> <p>8. Other material matters to be decided by a shareholders' meeting or submitted to the Board of Directors in accordance with the laws and regulations or the Company's Incorporation, or required by the competent authority.</p> <p>The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "substantial donation to a non-related party" means any donation or a series of donations within a one-year period to a single recipient that, on an individual basis or cumulatively, amount to NT\$100 million or more, or reach 1% of the net operating revenue or 5% of the paid-in capital as stated in the audited financial reports for the most recent fiscal year. (For foreign company shares that have no par value or the par value per share is not NT\$10, the amount of 5% of the paid-in capital in this paragraph is calculated based on 2.5% of shareholders' equity.)</p> <p>"Within a one-year period" as used in the preceding paragraph refers to the year preceding the date of the board meeting. Items that have been passed by the Board of Directors are exempt from being included.</p> <p>If the Company has independent directors, at least one independent directors shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the Board of Directors under Paragraph 1, each independent directors shall attend in person; if an independent directors is unable to attend in person, he or she shall appoint another independent directors to attend as his or her proxy. Any objection or reservation any independent director may have shall be specified in the proceedings of a board meeting. If any independent director wishing to express</p>	<p>7. Donations to related parties or substantial donations to non-related parties; provided that a donation for charity or disaster relief for a material natural disaster may be submitted to the following Board of Directors meeting for ratification.</p> <p>8. Other material matters to be decided by a shareholders' meeting or submitted to the Board of Directors in accordance with the laws and regulations or the Company's Incorporation, or required by the competent authority.</p> <p>The term "related party" in subparagraph 7 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "substantial donation to a non-related party" means any donation or a series of donations within a one-year period to a single recipient that, on an individual basis or cumulatively, amount to NT\$100 million or more, or reach 1% of the net operating revenue or 5% of the paid-in capital as stated in the audited financial reports for the most recent fiscal year. (For foreign company shares that have no par value or the par value per share is not NT\$10, the amount of 5% of the paid-in capital in this paragraph is calculated based on 2.5% of shareholders' equity.)</p> <p>"Within a one-year period" as used in the preceding paragraph refers to the year preceding the date of the board meeting. Items that have been passed by the Board of Directors are exempt from being included.</p> <p>If the Company has independent directors, at least one independent directors shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the Board of Directors under Paragraph 1, each independent directors shall attend in person; if an independent directors is unable to attend in person, he or she shall appoint another independent directors to attend as his or her proxy. Any objection or reservation any independent director may have shall be specified in the proceedings of a board meeting. If any independent director wishing to express</p>	

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	his or her objection or reservation can not attend the Board meeting, a written statement shall be provided and included in the proceedings of the board meeting unless there is legitimate reason to do otherwise.	his or her objection or reservation can not attend the Board meeting, a written statement shall be provided and included in the proceedings of the board meeting unless there is legitimate reason to do otherwise.	

Appendix 4. Table Comparison of Provisions of the Code of Ethical Conduct Before and After Amendments

Jiin Yeeh Ding Enterprise Corp.

Table Comparison of Provisions of the Code of Ethical Conduct Before and After Amendments

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 2	<p>The Code includes the following eight items</p> <p>(1) Prevent from any conflicts of interest: Conflicts of interest occur when personal interest intervenes or is likely to intervene in the overall interests of the Company, where a director or manager, or an employee of the Company is unable to perform their duties in an objective and efficient manner, or when a person in such a position takes advantage of his/her position in the Company to obtain improper benefits for either themselves or their spouse, or relatives within the <u>second</u> degree of kinship. The Company shall pay special attention to loans of funds, provisions of guarantees, and major asset transactions, or the purchase (or sale) of goods involving the affiliated enterprises at which a director or manager works. The Company shall adopt policies for preventing conflicts of interest and also offer appropriate means for directors and managers to voluntarily explain whether their interests would potentially conflict with those of the Company.</p> <p>(2)–(6): Omitted.</p> <p>(7) Encouraging reporting on illegal or unethical activities: The Company shall raise awareness of ethics internally and encourage employees to report to managers, chief internal auditor, or other appropriate individuals upon suspicion or discovery of any activity in violation of a law or regulation or the Code of Ethical Conduct. <u>In order to encourage employees to report illegal conduct, the Company shall establish a concrete whistle-blowing system, allow anonymous whistleblowing, and make employees aware that the Company will do its best to ensure the safety of informants and protect them from reprisals.</u></p>	<p>The Code includes the following eight items</p> <p>(1) Prevent from any conflicts of interest: Conflicts of interest occur when personal interest intervenes or is likely to intervene in the overall interests of the Company, where a director or manager, or an employee of the Company is unable to perform their duties in an objective and efficient manner, or when a person in such a position takes advantage of his/her position in the Company to obtain improper benefits for either themselves or their spouse, <u>parents</u>, <u>children</u>, or relatives within the <u>third</u> degree of kinship. The Company shall pay special attention to loans of funds, provisions of guarantees, and major asset transactions, or the purchase (or sale) of goods involving the affiliated enterprises at which a director or manager works. The Company shall adopt policies for preventing conflicts of interest and also offer appropriate means for directors and managers to voluntarily explain whether their interests would potentially conflict with those of the Company.</p> <p>(2)–(6): Omitted.</p> <p>(7) Encouraging reporting on illegal or unethical activities: The Company shall raise awareness of ethics internally and encourage employees to report to managers, chief internal auditor, or other appropriate individuals upon suspicion or discovery of any activity in violation of a law or regulation or the Code of Ethical Conduct.</p>	<p>1. As parents and children are relatives within the second degree of kinship, the text is simplified accordingly.</p> <p>2. A description of allowing anonymous whistleblowing is added.</p>

Appendix 5. CPAs' Audit Report and 2020 Parent Company Only Financial Statements

Independent Auditors' Report

To the Board of Directors of Jiin Yeeh Ding Enterprise Corp.:

Opinion

We have audited the financial statements of Jiin Yeeh Ding Enterprise Corp. (“the Company”), which comprise the balance sheets as of December 31, 2020 and 2019, the statements of comprehensive income, changes in equity and cash flows for the years then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2020 and 2019, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audit of the financial statements as of and for the year ended December 31, 2020 in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, and the auditing standards generally accepted in the Republic of China. Furthermore, we conducted our audit of the financial statements as of and for the year ended December 31, 2019 in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, Rule No. 1090360805 issued by the Financial Supervisory Commission, and the 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 the Company in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China (“the Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Key Audit Matters

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

1. Inventory valuation

Please refer to notes 4(g), 5(a) and 6(e) to the financial statements for the accounting policy of inventories, uncertainty of estimation regarding inventory valuation and statement of inventory valuation, respectively.

Description of key audit matter:

The Company is operating professional electronic waste recycling and treatment business. Inventories are measured at the lower of cost and net realizable value. The main content of inventories are precious metals (copper, gold, silver, palladium, etc.), which have risk of impairment due to market price fluctuation and the estimation of the net realizable value of the inventory is uncertain because of involvement of management's judgment. Therefore, inventory valuation is one of the important issues in performing audit of the financial statement of the Company.

How the matter was addressed in our audit:

Our principal audit procedures to the key audit matter mentioned above included: understanding the Company's policies regarding inventory impairment loss recognition; selecting proper samples in assessing whether the established accounting policies had been implemented accordingly; check the

calculation of allowance for inventory impairment prepared by management, select items to check the data resource of its net realizable value and verify supporting documents, recalculate the amount of allowance for inventory impairment to assess whether it is reasonable.

2. Revenue Recognition

Please refer to note 4(n) to the financial statements for the accounting policy of revenue recognition and note 6(u) for further explanation of revenue.

Description of key audit matter:

The Company is operating professional electronic waste recycling and treatment business. Operating revenue is one of the most significant accounts to the financial statements. It matters to financial statements that whether revenue is recognized at proper timing and whether it is complete. Therefore, revenue recognition is one of the important issues in performing audit of the financial statement of the Company.

How the matter was addressed in our audit:

Our principal audit procedures to the key audit matter mentioned above included: understanding the Company's policies regarding revenue recognition and matching them to the sales terms to see if the applicable policies are reasonable; understanding and testing internal control of sales and collection cycle for effectiveness of its design and implementation; selecting sales transactions to check its supporting documents such as customer orders and shipment documentations; selecting sales transactions before and after cutoff date to check supporting documents of shipment and sales terms to verify if they are recorded in proper period.

3. Revenue Recognition Investments accounted for using equity method (inventory valuation and impairment of property, plant and equipment for subsidiaries)

Please refer to note 4(i) for accounting policy of investments accounted for using equity method, note 5(a) and (b) for uncertainty of estimation therein, and note 6(f) for further explanation.

Description of key audit matter:

(1) Subsidiaries of the Company measured their inventories at the lower of cost and net realizable value. The main content of inventories are precious metals (copper, gold, silver, palladium, etc.), which have risk of impairment due to market price fluctuation and the estimation of the net realizable value of the inventory is uncertain because of involvement of management's judgment. Therefore, inventory valuation related to investments accounted for using equity method is one of the important issues in performing audit of the financial statement of the Company.

(2) Lianyungang Rongding Metal Co., Ltd. – subsidiary of the Company, has suffered continuous losses in recent years due to reasons such as operating environment risks, business competition, and market price fluctuations of products. Therefore, indication of impairment exists, and impairment test should be performed to its non-financial assets. Management assess impairment of assets that whether the asset's recoverable amount is lower than its book value. The asset's recoverable amount is determined by its value in use, which is based on the estimated future cash flows. Management's judgement is needed in key assumptions and discount rate in calculation of discounting future cash flows, therefore, impairment of assets related to investments accounted for using equity method is one of the important issues in performing audit of the financial statement of the Company.

How the matter was addressed in our audit:

(1) Our principal audit procedures to inventory valuation related to investments accounted for using equity method included: understanding the accounting policies regarding inventory impairment loss recognition; selecting proper samples in assessing whether the established accounting policies had been implemented accordingly; check the calculation of allowance for inventory impairment prepared by management, select items to check the data resource of its net realizable value and verify supporting documents, recalculate the amount of allowance for inventory impairment to assess whether it is reasonable.

- (2) Our principal audit procedures to impairment of assets related to investments accounted for using equity method included: understanding the way of management grouping the cash-generating units and whether it is reasonable, obtain management's assessment for indication of impairment, identify if indication exists and further impairment test is performed. Obtain supporting document for impairment testing, conclude the model, key assumptions as well as discount rate are reasonable.

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

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the 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 financial statements.

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

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on this financial statements. We are responsible for the direction, supervision and performance of the 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 financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Yu, Sheng-Ho and Lee, Tzu-Hui.

KPMG

Taipei, Taiwan (Republic of China)
March 26, 2021

Notes to Readers

The accompanying parent company only financial statements are intended only to present the statement of financial position, financial performance and its cash flows in accordance with the 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 parent company only financial statements are those generally accepted and applied in the Republic of China.

The auditors' report and the accompanying parent company only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language auditors' report and parent company only financial statements, the Chinese version shall prevail.

(English Translation of Parent Company Only Financial Statements and Report Originally Issued in Chinese)
Jiin Yeeh Ding Enterprise Corp.
Balance Sheets December 31, 2020 and 2019
(Expressed in Thousands of New Taiwan Dollars)

	December 31, 2020		December 31, 2019			December 31, 2020		December 31, 2019	
	Amount	%	Amount	%		Amount	%	Amount	%
Assets					Liabilities and Equity				
Current assets:					Current liabilities:				
1100	\$ 470,562	17	647,421	24	2100	\$ -	-	74,000	3
					2120	19,347	1	6,911	-
1110	393	-	-	-	2150	-	-	8	-
1150	74	-	-	-	2170	135,351	5	89,117	4
1170	152,573	6	111,047	4	2181	7,778	-	5,680	-
1180	54,419	2	3,026	-	2200	67,901	3	54,385	2
1200	17,601	1	8,611	-	2220	125	-	134	-
1210	3,372	-	72,224	3	2230	48,482	2	34,451	1
130X	366,915	13	307,097	12	2281	3,208	-	2,023	-
1410	36,257	1	34,347	1	2282	1,094	-	1,150	-
1476	277,907	10	130,593	5	2321	67,987	2	-	-
1479	1,971	-	6,260	-	2399	892	-	842	-
	<u>1,382,044</u>	<u>50</u>	<u>1,320,626</u>	<u>49</u>		<u>352,165</u>	<u>13</u>	<u>268,701</u>	<u>10</u>
Non-current assets:					Non-Current liabilities:				
1510	96,168	4	97,609	4	2500	-	-	700	-
1550	1,012,098	36	928,774	34	2530	-	-	488,744	18
1600	234,445	8	191,438	7	2570	219	-	1,139	-
1755	22,100	1	21,515	1	2581	12,096	-	11,438	1
1780	510	-	90	-	2582	5,929	-	7,023	-
1840	5,064	-	4,967	-	2600	1,884	-	2,010	-
1980	1,632	-	137,940	5		<u>20,128</u>	<u>-</u>	<u>511,054</u>	<u>19</u>
1990	23,569	1	2,866	-		<u>372,293</u>	<u>13</u>	<u>779,755</u>	<u>29</u>
	<u>1,395,586</u>	<u>50</u>	<u>1,385,199</u>	<u>51</u>	Total liabilities				
					Equity attributable to owners of parent (note 6(p)(q)):				
					3100	1,161,829	42	964,020	36
					3200	780,567	28	609,732	22
					3300	516,240	19	388,810	14
					3400	(53,299)	(2)	(36,492)	(1)
						2,405,337	87	1,926,070	71
						<u>2,405,337</u>	<u>87</u>	<u>1,926,070</u>	<u>71</u>
					Total liabilities and equity				
Total assets	\$ 2,777,630	100	2,705,825	100		\$ 2,777,630	100	2,705,825	100

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
JIIN YEEH DING ENTERPRISE CORP.
Statements of Comprehensive Income
For the years ended December 31, 2020 and 2019
(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

	2020		2019	
	Amount	%	Amount	%
4000 Operating revenues (note 6(s) and 7)	\$ 2,216,496	100	2,191,851	100
5000 Operating costs (notes 6(e), 7 and 12)	1,801,766	81	1,835,806	84
5900 Gross profit from operations	414,730	19	356,045	16
6000 Operating expenses (notes 6(c)(n)(t), 7 and 12):				
6100 Selling expenses	32,220	1	30,456	2
6200 Administrative expenses	99,792	5	94,634	4
6300 Research and development expenses	2,144	-	1,939	-
6450 Reversal of impairment loss	(51)	-	(645)	-
Total operating expenses	134,105	6	126,384	6
6900 Net operating income	280,625	13	229,661	10
7000 Non-operating income and expenses:				
7010 Other income (note 6(u) and 7)	11,003	-	14,234	1
7020 Other gains and losses, net (notes 6(b)(u))	(48,813)	(2)	(22,879)	(1)
7050 Finance costs (notes 6(u) and 7)	(3,827)	-	(7,070)	-
7060 Share of profit of associates accounted for using equity method (note 6(f))	50,121	2	(25,133)	(1)
7100 Interest income (note 6(u) and 7)	2,815	-	8,346	-
Total non-operating income and expenses	11,299	-	(32,502)	(1)
Profit before income tax	291,924	13	197,159	9
7950 Less: Income tax expenses (note 6(o))	43,552	2	47,111	2
Profit	248,372	11	150,048	7
8300 Other comprehensive income:				
8310 Items that may not be reclassified subsequently to profit or loss				
8311 Gains (losses) on remeasurements of defined benefit plans	(170)	-	(480)	-
8330 Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	10	-	(19)	-
8349 Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
Items that may not be reclassified subsequently to profit or loss	(160)	-	(499)	-
8360 Items that may be reclassified subsequently to profit or loss				
8380 Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	(16,807)	(1)	(13,322)	(1)
8399 Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
Components of other comprehensive income that may be reclassified to profit or loss	(16,807)	(1)	(13,322)	(1)
8300 Other comprehensive income	(16,967)	(1)	(13,821)	(1)
8500 Total comprehensive income	<u>\$ 231,405</u>	<u>10</u>	<u>136,227</u>	<u>6</u>
Basic earnings per share (NT dollars) (note 6(r))				
9750 Basic earnings per share	<u>\$ 2.48</u>		<u>1.56</u>	
9850 Diluted earnings per share	<u>\$ 2.11</u>		<u>1.49</u>	

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

Jiin Yeeh Ding Enterprise Corp.

Statements of Changes in Equity

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	Share Capital			Retained earnings					Other equity				Total equity
	Ordinary shares	Certificate of entitlement to new shares from convertible bond	Total share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Total other equity	Treasury shares	
Balance at January 1, 2019	\$ 963,265	-	963,265	599,274	106,733	39,650	136,229	282,612	(18,375)	(4,795)	(23,170)	-	1,821,981
Profit	-	-	-	-	-	-	150,048	150,048	-	-	-	-	150,048
Other comprehensive income	-	-	-	-	-	-	(499)	(499)	(13,322)	-	(13,322)	-	(13,821)
Total comprehensive income	-	-	-	-	-	-	149,549	149,549	(13,322)	-	(13,322)	-	136,227
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	-	7,729	-	(7,729)	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	(16,480)	16,480	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(43,351)	(43,351)	-	-	-	-	(43,351)
Other changes in capital surplus:													
Due to recognition of equity component of convertible bonds issued	-	-	-	10,550	-	-	-	-	-	-	-	-	10,550
Share-based payments	755	-	755	(92)	-	-	-	-	-	-	-	-	663
Balance at December 31, 2019	964,020	-	964,020	609,732	114,462	23,170	251,178	388,810	(31,697)	(4,795)	(36,492)	-	1,926,070
Profit	-	-	-	-	-	-	248,372	248,372	-	-	-	-	248,372
Other comprehensive income	-	-	-	-	-	-	(160)	(160)	(16,807)	-	(16,807)	-	(16,967)
Total comprehensive income	-	-	-	-	-	-	248,212	248,212	(16,807)	-	(16,807)	-	231,405
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	-	15,005	-	(15,005)	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	13,322	(13,322)	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(115,682)	(115,682)	-	-	-	-	(115,682)
Other changes in capital surplus:													
Other changes in capital surplus – dividends expired	-	-	-	39	-	-	-	-	-	-	-	-	39
Conversion of convertible bonds	-	230,479	230,479	192,084	-	-	-	-	-	-	-	-	422,563
Purchase of treasury share	-	-	-	-	-	-	-	-	-	-	-	(60,294)	(60,294)
Retirement of treasury share	(34,130)	-	(34,130)	(21,064)	-	-	(5,100)	(5,100)	-	-	-	60,294	-
Share-based payments	1,460	-	1,460	(224)	-	-	-	-	-	-	-	-	1,236
Balance at December 31, 2020	\$ 931,350	230,479	1,161,829	780,567	129,467	36,492	350,281	516,240	(48,504)	(4,795)	(53,299)	-	2,405,337

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

JIN YEEH DING ENTERPRISE CORP.

Statements of Cash Flows (CONT' D)

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
Cash flows from operating activities:		
Profit before tax	\$ 291,924	197,159
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	13,010	11,761
Amortization expense	128	203
Expected credit gain	(51)	(645)
Net loss on financial assets or liabilities at fair value through profit or loss	31,139	9,974
Interest expense	3,827	7,070
Interest revenue	(2,815)	(8,346)
Dividend income	(5,093)	(7,066)
Share of (profit) loss of associates accounted for using equity method	(50,121)	25,133
Impairment loss on non-financial assets	-	1,744
Unrealized foreign exchange loss	960	3,246
Total adjustments to reconcile profit	<u>(9,016)</u>	<u>43,074</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Financial assets at fair value through profit or loss, mandatorily measured at fair value	(32,405)	16,178
Notes receivables	(74)	-
Trade receivables	(40,706)	62,244
Accounts receivable due from related parties	(52,188)	78,773
Other receivables	(35,491)	(62,878)
Other receivable due from related parties	-	104,371
Inventories	(59,818)	(63,675)
Prepayments	1,276	(6,961)
Other current assets	1,140	2,632
Total changes in operating assets	<u>(218,266)</u>	<u>130,684</u>
Changes in operating liabilities:		
Financial liabilities held for trading	12,829	(19,743)
Notes payables	(8)	(277)
Trade payables	46,445	(62,499)
Accounts payable to related parties	2,189	3,263
Other payables	17,796	9,820
Other payable to related parties	(9)	(26)
Other current liabilities	50	50
Other operating liabilities	(864)	(716)
Total adjustments	<u>(148,854)</u>	<u>103,630</u>

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

JIIN YEEH DING ENTERPRISE CORP.

Statements of Cash Flows

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
Cash inflow generated from operations	143,070	300,789
Interest received	2,815	8,346
Interest paid	(3,863)	(7,208)
Income taxes paid	(5,105)	(53,112)
Net cash flows from operating activities	<u>136,917</u>	<u>248,815</u>
Cash flows (used in) from investing activities:		
Acquisition of investments accounted for using equity method	(50,000)	(12,000)
Proceeds from capital reduction of investments accounted for using equity method	-	103,002
Acquisition of property, plant and equipment	(52,406)	(7,269)
Decrease in other receivables	-	72,450
Decrease in other receivables due from related parties	68,613	45,715
Acquisition of intangible assets	(548)	-
Increase in other financial assets	(12,003)	(165,518)
Increase in other non-current assets	(20,760)	(2,653)
Increase in prepayments for business facilities	57	(113)
Dividends received	5,093	7,066
Net cash flows (used in) from investing activities	<u>(61,954)</u>	<u>40,680</u>
Cash flows (used in) from financing activities:		
Decrease in short-term loans	(74,000)	(96,000)
Proceeds from issuing bonds	-	500,000
Proceeds from long-term debt	-	540,000
Repayments of long-term debt	-	(840,000)
Increase in guarantee deposits received	420	-
Payment of lease liabilities	(3,502)	(2,908)
Cash dividends paid	(115,682)	(43,351)
Proceeds from exercise of employee stock options	1,236	663
Cost of increase in treasury stock	(60,294)	-
Net cash flows (used in) from financing activities	<u>(251,822)</u>	<u>58,404</u>
Net (decrease) increase in cash and cash equivalents	(176,859)	347,899
Cash and cash equivalents at beginning of period	<u>647,421</u>	<u>299,522</u>
Cash and cash equivalents at end of period	<u>\$ 470,562</u>	<u>647,421</u>

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

Appendix 6. CPAs' Audit Report and 2020 Parent Consolidated Financial Statements

Independent Auditors' Report

To the Board of Directors of Jiin Yeeh Ding Enterprise Corp.:

Opinion

We have audited the consolidated financial statements of Jiin Yeeh Ding Enterprise Corp. and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2020 and 2019, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2020 and 2019, 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 with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audit of the consolidated financial statements as of and for the year ended December 31, 2020 in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, and the auditing standards generally accepted in the Republic of China. Furthermore, we conducted our audit of the consolidated financial statements as of and for the year ended December 31, 2019 in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants, Rule No. 1090360805 issued by the Financial Supervisory Commission, and the 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 the Group in accordance with the Certified Public Accountants Code of Professional Ethics in Republic of China (“the Code”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of 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 of the current period. 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.

1. Inventory valuation

Please refer to notes 4(h), 5(a) and 6(e) to the consolidated financial statements for the accounting policy of inventories, uncertainty of estimation regarding inventory valuation and statement of inventory valuation, respectively.

Description of key audit matter:

The Group is operating professional electronic waste recycling and treatment business. Inventories are measured at the lower of cost and net realizable value. The main content of inventories are precious metals (copper, gold, silver, palladium, etc.), which have risk of impairment due to market price fluctuation and the estimation of the net realizable value of the inventory is uncertain because of involvement of management's judgment. Therefore, inventory valuation is one of the important issues in performing audit of the consolidated financial statement of the Group.

How the matter was addressed in our audit:

Our principal audit procedures to the key audit matter mentioned above included: understanding the Group's policies regarding inventory impairment loss recognition; selecting proper samples in assessing whether the established accounting policies had been implemented accordingly; check the calculation of allowance for inventory impairment prepared by management, select items to check the data resource of its net realizable value and verify supporting documents, recalculate the amount of allowance for inventory impairment to assess whether it is reasonable.

2. Revenue Recognition

Please refer to note 4(n) to the consolidated financial statements for the accounting policy of revenue recognition and note 6(u) for further explanation of revenue.

Description of key audit matter:

The Group is operating professional electronic waste recycling and treatment business. Operating revenue is one of the most significant accounts to the consolidated financial statements. It matters to consolidated financial statements that whether revenue is recognized at proper timing and whether it is complete. Therefore, revenue recognition is one of the important issues in performing audit of the consolidated financial statement of the Group.

How the matter was addressed in our audit:

Our principal audit procedures to the key audit matter mentioned above included: understanding the Group's policies regarding revenue recognition and matching them to the sales terms to see if the applicable policies are reasonable; understanding and testing internal control of sales and collection cycle for effectiveness of its design and implementation; selecting sales transactions to check its supporting documents such as customer orders and shipment documentations; selecting sales transactions before and after cutoff date to check supporting documents of shipment and sales terms to verify if they are recorded in proper period.

3. Impairment of assets

Please refer to note 4(m), 5(b) and 6(g) to the consolidated financial statements for the accounting policy of impairment of non-financial assets, uncertainty of assumption used in accounting estimation and explanation for assessment of non-financial assets, respectively.

Description of key audit matter:

The cash-generating units - Lianyungang Rongding Metal Co., Ltd., has suffered continuous losses in recent years due to reasons such as operating environment risks, business competition, and market price fluctuations of products. Therefore, indication of impairment exists, and impairment test should be performed to its non-financial assets. Management assess impairment of assets that whether the asset's recoverable amount is lower than its book value. The asset's recoverable amount is determined by its value in use, which is based on the estimated future cash flows. Management's judgement is needed in key assumptions and discount rate in calculation of discounting future cash flows, therefore, impairment of non-financial assets is one of the important issues in performing audit of the consolidated financial statement of the Group.

How the matter was addressed in our audit:

Our principal audit procedures to the key audit matter mentioned above included: Understanding the way of management grouping the cash-generating units and whether it is reasonable, obtain management's assessment for indication of impairment, identify if indication exists and further impairment test is performed. Obtain supporting document for impairment testing, conclude the model, key assumptions as well as discount rate are reasonable.

Other Matter

Jiin Yeeh Ding Enterprise Corp. has prepared its parent-company-only financial statements as of and for the years ended December 31, 2020 and 2019, on which we have issued an unmodified opinion.

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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, IFRIC, 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 the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group'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 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 the Group'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 Group'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 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 the Group 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 and appropriate audit evidence regarding the financial information of the entities or business activities within the Group 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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Yu, Sheng-Ho and Lee, Tzu-Hui.

KPMG

Taipei, Taiwan (Republic of China)
March 26, 2021

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated statement of financial position, financial performance and its cash flows in accordance with the 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 consolidated financial statements are those generally accepted and applied in the Republic of China.

The auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language auditors' report and consolidated financial statements, the Chinese version shall prevail.

JIN YEEH DING ENTERPRISE CORP. AND SUBSIDIARIES**Consolidated Statements of Comprehensive Income****For the years ended December 31, 2020 and 2019****(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)**

		2020		2019	
		Amount	%	Amount	%
4000	Operating revenues (note 6(u))	\$ 3,332,438	100	3,850,803	100
5000	Operating costs (notes 6(e), and 12)	2,829,985	85	3,435,492	90
5900	Gross profit from operations	502,453	15	415,311	10
6000	Operating expenses (notes 6(c)(d)(o)(v), 7 and 12):				
6100	Selling expenses	36,885	1	35,598	1
6200	Administrative expenses	155,944	5	150,551	4
6300	Research and development expenses	2,144	-	1,939	-
6450	Impairment loss (reversal of impairment loss)	320	-	(596)	-
	Total operating expenses	195,293	6	187,492	5
6900	Net operating income	307,160	9	227,819	5
7000	Non-operating income and expenses:				
7010	Other income (note 6(w))	31,009	1	18,855	1
7020	Other gains and losses, net (notes 6(b)(g)(w))	(35,105)	(1)	(46,764)	(1)
7050	Finance costs (notes 6(w) and 7)	(9,516)	-	(16,540)	-
7060	Share of profit of associates accounted for using equity method (note 6(f))	(735)	-	(227)	-
7100	Total interest income (note 6(w))	3,119	-	6,837	-
	Total non-operating income and expenses	(11,228)	-	(37,839)	-
	Profit before income tax	295,932	9	189,980	5
7950	Less: Income tax expenses (note 6(q))	40,863	1	41,484	1
	Profit	255,069	8	148,496	4
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans	(170)	-	(480)	-
8320	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that may not be reclassified to profit or loss	10	-	(19)	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
	Items that may not be reclassified subsequently to profit or loss	(160)	-	(499)	-
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation	(16,152)	-	(14,495)	-
8399	Income tax related to components of other comprehensive income that may be reclassified to profit or loss	-	-	-	-
	Components of other comprehensive income that may be reclassified to profit or loss	(16,152)	-	(14,495)	-
8300	Other comprehensive income	(16,312)	-	(14,994)	-
8500	Total comprehensive income	\$ 238,757	8	133,502	4
	Profit, attributable to:				
8610	Owners of parent	\$ 248,372	8	150,048	4
8620	Non-controlling interests	6,697	-	(1,552)	-
		\$ 255,069	8	148,496	4
	Comprehensive income attributable to:				
8710	Owners of parent	\$ 231,405	8	136,227	4
8720	Non-controlling interests	7,352	-	(2,725)	-
		\$ 238,757	8	133,502	4
	Basic earnings per share (NT dollars) (note 6(t))				
9750	Basic earnings per share	\$ 2.48		1.56	
9850	Diluted earnings per share	\$ 2.11		1.49	

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

Jiin Yeeh Ding Enterprise Corp. and subsidiaries

Consolidated Statements of Changes in Equity

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent											Treasury shares	Total equity to owners of parent	Non-controlling interests	Total equity
	Retained earnings							Other equity							
	Ordinary shares	Certificate of entitlement to new shares from convertible bond	Total share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Total other equity				
Balance at January 1, 2019	\$ 963,265	-	963,265	599,274	106,733	39,650	136,229	282,612	(18,375)	(4,795)	(23,170)	-	1,821,981	32,962	1,854,943
Profit	-	-	-	-	-	-	150,048	150,048	-	-	-	-	150,048	(1,552)	148,496
Other comprehensive income	-	-	-	-	-	-	(499)	(499)	(13,322)	-	(13,322)	-	(13,821)	(1,173)	(14,994)
Total comprehensive income	-	-	-	-	-	-	149,549	149,549	(13,322)	-	(13,322)	-	136,227	(2,725)	133,502
Appropriation and distribution of retained earnings:															
Legal reserve appropriated	-	-	-	-	7,729	-	(7,729)	-	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(43,351)	(43,351)	-	-	-	-	(43,351)	-	(43,351)
Special reserve appropriated	-	-	-	-	-	(16,480)	16,480	-	-	-	-	-	-	-	-
Other changes in capital surplus:															
Due to recognition of equity component of convertible bonds issued	-	-	-	10,550	-	-	-	-	-	-	-	-	10,550	-	10,550
Share-based payments	755	-	755	(92)	-	-	-	-	-	-	-	-	663	-	663
Balance at December 31, 2019	964,020	-	964,020	609,732	114,462	23,170	251,178	388,810	(31,697)	(4,795)	(36,492)	-	1,926,070	30,237	1,956,307
Profit	-	-	-	-	-	-	248,372	248,372	-	-	-	-	248,372	6,697	255,069
Other comprehensive income	-	-	-	-	-	-	(160)	(160)	(16,807)	-	(16,807)	-	(16,967)	655	(16,312)
Total comprehensive income	-	-	-	-	-	-	248,212	248,212	(16,807)	-	(16,807)	-	231,405	7,352	238,757
Appropriation and distribution of retained earnings:															
Legal reserve appropriated	-	-	-	-	15,005	-	(15,005)	-	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	13,322	(13,322)	-	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(115,682)	(115,682)	-	-	-	-	(115,682)	-	(115,682)
Other changes in capital surplus:															
Other changes in capital surplus – dividends expired	-	-	-	39	-	-	-	-	-	-	-	-	39	-	39
Conversion of convertible bonds	-	230,479	230,479	192,084	-	-	-	-	-	-	-	-	422,563	-	422,563
Purchase of treasury share	-	-	-	-	-	-	-	-	-	-	-	(60,294)	(60,294)	-	(60,294)
Retirement of treasury share	(34,130)	-	(34,130)	(21,064)	-	-	(5,100)	(5,100)	-	-	-	60,294	-	-	-
Share-based payments	1,460	-	1,460	(224)	-	-	-	-	-	-	-	-	1,236	-	1,236
Balance at December 31, 2020	\$ 931,350	230,479	1,161,829	780,567	129,467	36,492	350,281	516,240	(48,504)	(4,795)	(53,299)	-	2,405,337	37,589	2,442,926

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

JIN YEEH DING ENTERPRISE CORP. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
Cash flows from operating activities:		
Profit before tax	\$ 295,932	189,980
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	58,978	63,369
Amortization expense	132	209
Expected credit loss (gain)	320	(596)
Net loss on financial assets or liabilities at fair value through profit or loss	31,139	9,974
Interest expense	9,516	16,540
Interest revenue	(3,119)	(6,837)
Dividend income	(5,093)	(7,066)
Share of loss of associates accounted for using equity method	735	227
Loss (gain) from disposal of property, plan and equipment	2,994	(272)
Reversal of impairment loss on non-financial assets	(12,845)	1,744
Unrealized foreign exchange (gain) loss	(3,201)	948
Loss from lease modification	-	6,798
Total adjustments to reconcile profit	<u>79,556</u>	<u>85,038</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Financial assets at fair value through profit or loss, mandatorily measured at fair value	(32,405)	16,178
Notes receivables	642	(716)
Trade receivables	42,196	(6,948)
Other receivables	(39,113)	8,212
Inventories	14,747	248,518
Prepayments	84,190	(99,912)
Other current assets	(2,529)	19,090
Total changes in operating assets	<u>67,728</u>	<u>184,422</u>
Changes in operating liabilities:		
Financial liabilities held for trading	12,829	(19,743)
Notes payables	(1,698)	1,368
Trade payables	(37,727)	(5,777)
Other payables	47,772	4,223
Other current liabilities	(54,685)	16,242
Other operating liabilities	(856)	(737)
Total adjustments	<u>112,919</u>	<u>265,036</u>

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
JIN YEEH DING ENTERPRISE CORP. AND SUBSIDIARIES

Consolidated Statements of Cash Flows (CONT' D)

For the years ended December 31, 2020 and 2019

(Expressed in Thousands of New Taiwan Dollars)

	2020	2019
Cash inflow generated from operations	408,851	455,016
Interest received	3,119	6,837
Interest paid	(9,661)	(16,793)
Income taxes refund (paid)	(5,652)	(56,686)
Net cash flows from operating activities	396,657	388,374
Cash flows used in investing activities:		
Acquisition of investments accounted for using equity method	-	(12,000)
Acquisition of property, plant and equipment	(60,412)	(11,841)
Proceeds from disposal of property, plant and equipment	-	671
Decrease in other receivables	-	72,450
Acquisition of intangible assets	(548)	-
Increase in other financial assets	(51,884)	(159,733)
Increase in other non-current assets	(20,760)	(2,653)
Increase in prepayments for business facilities	(2,098)	(113)
Dividends received	5,093	7,066
Net cash flows used in investing activities	(130,609)	(106,153)
Cash flows (used in) from financing activities:		
Decrease in short-term loans	(185,348)	(42,171)
Proceeds from issuing bonds	-	500,000
Proceeds from long-term debt	30,000	540,000
Repayments of long-term debt	(30,000)	(891,798)
Increase in guarantee deposits received	1,276	-
Payment of lease liabilities	(9,562)	(12,559)
Cash dividends paid	(115,682)	(43,351)
Proceeds from exercise of employee stock options	1,236	663
Cost of increase in treasury stock	(60,294)	-
Net cash flows (used in) from financing activities	(368,374)	50,784
Effect of exchange rate changes on cash and cash equivalents	(17,075)	(13,087)
Net (decrease) increase in cash and cash equivalents	(119,401)	319,918
Cash and cash equivalents at beginning of period	796,593	476,675
Cash and cash equivalents at end of period	\$ 677,192	796,593

Chairman: Ching-Chi Chuang

Manager: Jui-Yuan Chuang

Accounting Manager: Pei-Ju Hu

Appendix 7. Rules of Election of Directors

Jiin Yeeh Ding Enterprise Corp.

Table of Comparison of Provisions of the Rules of Election of Directors Before and After Amendments

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 3	<p>The overall composition of the Board of Directors shall be taken into consideration in the selection of the Company's directors. <u>The Company shall diversify the board composition and develop guidelines on diversity based on the operations, nature of business activities, and development needs of the Company, including but not limited to the following two aspects:</u></p> <ol style="list-style-type: none"> 1. <u>Basic requirements and values: Gender, age, nationality, and culture.</u> 2. <u>Professional knowledge and skills: Professional background (such as law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.</u> <p><u>All members of the board shall have the knowledge, skills, and competence necessary to perform their duties. The entire board shall possess the following abilities:</u></p> <ol style="list-style-type: none"> 1. Business judgment ability. 2. Accounting and financial analysis ability. 3. Business management ability. 4. Crisis management ability. 5. Knowledge of the industry. 6. International market perspective. 7. Leadership. 8. Decision-making ability. <p><u>Over a majority of the total number of the director seats shall not be served by the ones who are spouse or relatives within the second degree of kinship with each other.</u></p> <p><u>The Company's Board of Directors shall consider adjusting its composition based on the results of performance evaluation.</u></p>	<p>The overall composition of the Board of Directors shall be taken into consideration in the selection of the Company's directors. <u>All members of the board shall have the knowledge, skills, and competence necessary to perform their duties. The entire board shall possess the following abilities:</u></p> <ol style="list-style-type: none"> 1. Business judgment ability. 2. Accounting and financial analysis ability. 3. Business management ability. 4. Crisis management ability. 5. Knowledge of the industry. 6. International market perspective. 7. Leadership. 8. Decision-making ability. 	<p>Paragraph 1 is amended in line with the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.</p> <p>2. Paragraph 4 of this Article is added in accordance with the requirements governing the performance evaluation of Board of Directors as in the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.</p>
Article 4	<p>The qualifications of the independent directors of the Company shall be in accordance with the provisions of the "Measures for the Establishment of Independent Directors of Public Offering Companies and Measures to Be Followed."</p> <p><u>The election of independent directors of the Company shall be in compliance with the provisions of the "Measures for the Establishment of Independent Directors of Public Offering Companies and Measures to Be Followed," and shall</u></p>	<p>The qualifications of the independent directors of the Company shall be in accordance with the provisions of the "Measures for the Establishment of Independent Directors of Public Offering Companies and Measures to Be Followed."</p> <p>(added)</p>	<p>Paragraph 2 is added.</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<u>be implemented in accordance with the “Code of Practice for Listed Over-the-counter Corporate Governance.”</u>		
Article 5	Elections of the Company's independent directors shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act. <u>In the event that a director is dismissed for any reason, making the total number of directors fewer than five, the Company shall hold a by-election at the soonest shareholders' meeting. In the event that the number of directors is fewer than one-third of the quorum as in the Company's Articles of Incorporation, the Company shall convene an extraordinary shareholders' meeting to hold a by-election within 60 days from the date of occurrence of the event. Where the number of independent directors falls short of the quorum stipulated in Paragraph 1, Article 14-2 of the Securities and Exchange Act, the Company shall hold a by-election at the soonest shareholders' meeting to fill the vacancy. Where the independent directors are dismissed en masse, the Company shall convene an extraordinary shareholders' meeting within 60 days of the event to hold a by-election. to fill the vacancies.</u>	Elections of the Company's independent directors shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act. (added)	Paragraphs 2 and 3 are added.
Article 6	The Company's directors shall be duly elected by means of cumulative voting with registered ballots. Each common share is entitled to the same number of voting rights as the numbers of directors to be elected, which may be concentrated on the same candidate or allocated to different ones (deleted)	The Company's directors shall be duly elected by means of cumulative voting with registered ballots. Each common share is entitled to the same number of voting rights as the numbers of directors to be elected, which may be concentrated on the same candidate or allocated to different ones <u>In the election of directors of the Company, shareholders may choose to exercise their right to vote either by electronic or on-site voting. Shareholders referred to in the preceding paragraph who exercise their rights to vote by means of electronic voting shall exercise their rights to vote on the electronic voting platform designated by the Company.</u>	Paragraphs 2 and 3 are omitted.
Article 7-1	(deleted)	<u>During the election of directors, independent and non-independent directors are elected at the same time, but the votes for the independent and non-independent directors shall be counted separately. Those who have won the votes representing more voting rights</u>	This article is deleted.

No.	After Amendment	Before Amendment	Reference and reason for the amendment
		<u>will serve as independent and non-independent directors, respectively.</u>	
Article 8	The number of directors of the Company will be specified in the Company's Articles of Incorporation, with voting rights separately calculated for independent and non-independent directors. The candidates receiving ballots representing the highest number of voting rights will be elected sequentially according to their respective number of votes received, and if two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance. <u>(deleted)</u>	The number of directors of the Company will be specified in the Company's Articles of Incorporation, with voting rights separately calculated for independent and non-independent directors. The candidates receiving ballots representing the highest number of voting rights will be elected sequentially according to their respective number of votes received, and if two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance. <u>The number of voting rights in the preceding paragraph is calculated based on the number of voting rights voted on-site at the shareholders' meeting plus the number of voting rights exercised electronically.</u>	Paragraph 2 is deleted.
Article 10	<u>(deleted)</u>	<u>In the event that a candidate is a shareholder of the Company, the voters voting for such candidate shall enter such candidate's account name and shareholder account number in the "candidate" column in the ballot. In the event that the candidate is not a shareholder of the Company, the voters voting for such candidate shall enter such candidate's name and ID number in the "candidate" column in the ballot. In the event that a candidate is a government or a corporate shareholder, the voters voting for such candidate shall enter in the "candidate" column in the ballot the name of such government or corporate shareholder, or the name of such government or corporate shareholder together with the name of such government's or corporate shareholder's representative; where there are multiple representatives, the names of all representatives shall be entered.</u>	This article is deleted.
Article 11	Article 10 A ballot is deemed void if any of the following circumstances occurs: 1. The ballot is not prepared by <u>parties entitled to convene the meeting.</u> 2. Any blank ballot cast in the ballot box. 3. Any ballot with illegible writing rendering it unrecognizable, or any ballot with alterations. 4. Where <u>the name of a candidate entered in the ballot is not consistent</u>	Article 11 A ballot is deemed void if any of the following circumstances occurs: 1. The ballot is not prepared by <u>the Board of Directors.</u> 2. Any blank ballot cast in the ballot box. 3. Any ballot with illegible writing rendering it unrecognizable, or any ballot with alterations. 4. Where a candidate <u>is a shareholder of the Company, such candidate's</u>	1. Article number is adjusted. 2. The shareholders may, under special circumstances, report to the competent authority for approval and

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p><u>with that in the list of director candidates.</u></p> <p>5. A ballot with other words or marks are entered in addition to the number of voting rights allocated.</p> <p>(deleted)</p>	<p><u>account name and shareholder account number entered in the ballot is inconsistent with that in the shareholders' registry. Where a candidate is not a shareholder of the Company, such candidate's name and ID number entered is verified to be inconsistent.</u></p> <p>5. <u>Any ballot with characters other than a candidate's account name (name) or shareholder account number (ID number) and the number of voting rights allocated.</u></p> <p>6. <u>The name of the candidate entered in the ballot is identical to that of another shareholder, but the shareholder account number or ID number is not entered in the ballot to identify such individual.</u></p>	<p>call a meeting on their own.</p> <p>3. From 2021, a candidate nomination system shall be adopted, and shareholders shall elect directors from a list of director candidates.</p>
Article 12	<p>Article 11</p> <p>Votes shall be counted on the spot upon completion of casting the ballots, and the <u>election results, including elected directors and the number of votes they won,</u> shall be announced by the chair on the spot.</p> <p><u>The ballots of the election in the preceding paragraph shall be sealed and signed off by the ballot inspectors and be kept for at least a year. In the event a lawsuit filed by a shareholder under Article 189 of the Company Act, said ballots shall be kept until the conclusion of the lawsuit.</u></p>	<p>Article 12</p> <p>Votes shall be counted on the spot upon completion of casting the ballots, and the <u>list of elected directors, including the results of the electronic votes,</u> shall be announced by the chair <u>or a person designated by the chair</u> on the spot.</p> <p>(added)</p>	<p>1. Article number is adjusted.</p> <p>2. Paragraph 2 is added.</p>
Article 13	<p>Article 12 (omitted)</p>	<p>Article 13 (omitted)</p>	<p>Article number is adjusted.</p>
Article 14	<p>(deleted)</p>	<p><u>The ballots on the spot, together with the data on electronic voting, shall be sealed and signed off or sealed by the ballot inspectors and be kept by the Company in a proper manner for at least a year. In the event a lawsuit filed by a shareholder under Article 189 of the Company Act, said ballots shall be kept until the conclusion of the lawsuit.</u></p>	<p>This article is deleted.</p>
Article 15	<p>(deleted)</p>	<p><u>Matters not specified in the Rules shall be governed by the Company Act and the Company's Articles of Incorporation.</u></p>	<p>This article is deleted.</p>
Article 16	<p>Article 13 (omitted)</p>	<p>Article 16 (omitted)</p>	<p>Article number is adjusted.</p>

Annex

Annex 1. Share Ownership of Directors

1. The Company's paid-in capital is NT\$1,199,226,600, and the number of issued shares is 119,922,660 shares (including 18,841,000 shares through private placement).
2. According to Article 26 of the Securities and Exchange Act, all directors shall hold a minimum of 8,000,000 shares.
3. As of the book closure date (April 27, 2021) for the shareholders' meeting, the number of shares held by directors as recorded in the shareholders' register:

Position	Name	Shares Held
Chairman	Yeeh Ding Corp. Representative: Ching-Chi Chuang	5,418,277
Director	Jui-Yuan Chuang	6,654,892
Director	Yeeh Ding Corp. Representative: Nan-Ming Wu	5,418,277
Director	Kuo-Lung Peng	810,533
Director	Jui-Chin Chuang	5,039,098
Director	Chen-Chun Fan	92,981
Total number of shares held by all directors		18,015,781
Independent Director	Ching-Hua Peng	0
Independent Director	Chin-Te Chuang	0
Independent Director	Kuang-Chieh Cheng	0
Total number of shares held by all independent directors		0

Annex 2. Articles of Incorporation

Articles of Incorporation of Jiin Yeeh Ding Enterprise Corp.

Chapter I General Principles

- Article 1: The Company was organized in accordance with the provisions of the Company Act and is named 金益鼎企業股份有限公司, and the English name is Jiin Yeeh Ding Enterprise Corp..
- Article 2: The business to be operated by the Company is as follows:
01. Trading of machinery hardware, electronic parts, industrial chemical raw materials (except highly toxic ones), plastic scraps, steel scraps, metal scraps, scrap electronics, diodes, materials of scrap computers.
 02. Manufacturing and trading of metal hardware, including copper, tin, nickel, and aluminum.
 03. Waste disposal and treatment and precious metal (gold, silver, palladium, and platinum) recycling and treatment.
 04. Bonded waste treatment related to scrap metal, waste electronic parts, waste diodes, and waste computers for domestic and overseas companies.
 05. Trading of new automobiles, new scooters, and their parts.
 06. Trading of instruments and equipment (except for licensed businesses), daily necessities, food, tobacco and alcohol, and wood raw materials.
 07. Trading of various building materials.
 08. Lifting engineering projects as a contracting.
 09. Trading business of incineration, pickling, crushing and disintegration of waste hardware.
 10. Electronic game arcades (except for gambling) and bowling alleys.
 11. Import and export of said products.
 12. Bidding, offering quotes, and distribution of products as an agent for domestic and overseas businesses.
 13. I103010 Enterprise Management Consultancy.
 14. CC01080 Electronics Components Manufacturing.
 15. F119010 Wholesale of Electronic Materials.
 16. F219010 Retail Sale of Electronic Materials.
 17. CB01010 Mechanical Equipment Manufacturing.
 18. CA01110 Smelting and Refining of Copper.
 19. CA01080 Smelting and Refining of Aluminum.
 20. CA01990 Other Non-ferrous Metal Basic Industries. (Powder processing of tin, lead, zinc, nickel, tungsten, antimony, gold, silver, and other metal compounds).
- Article 2-1: The Company may act as a guarantor for external entities.
- Article 2-2: The total amount of all the Company's investments in external entities is not subject to the restriction that it shall not exceed 40% of a company's paid-in capital as in Article 13 of the Company Act.
- Article 3: The Company is headquartered is located in Hsinchu City, Taiwan, and may establish branches in Taiwan or overseas when necessary after a resolution by the Board of Directors of the Company.
- Article 4: The Company's announcement method shall be handled in accordance with Article 28 of the Company Act.

Chapter II Shares

- Article 5: The Company's registered capital is in the amount of NT\$1.5 billion, divided into 150 million shares. The amount per share is NT\$10, issued in tranches.
The Company may issue employee stock warrants. Within the total number of shares in the preceding paragraph, 6,000,000 shares are reserved for the issue of employee stock warrants.
- Article 5-1: Where the Company issues employee stock warrants, the prices of such warrants may be lower than the closing price of the stock on the issue date; however, it shall only be issued with the approval of attending shareholders, who represent at least two-thirds of the voting rights, at a shareholders' meeting attended by shareholders representing a majority of the total issued shares. The Company may issue said warrants in tranches over a period of 1 year from

the date of the resolution at the shareholders' meeting.

Article 5-2: Where the Company repurchases treasury shares, it may transfer shares to employees at a price less than the average actual share repurchase price; provided, it is required to comply with the relevant laws and obtain the approval of at least two-thirds of the voting rights represented at a shareholders' meeting attended by shareholders representing a majority of the total issued shares.

Article 5-3: For shares repurchased by the Company in accordance with the Company Act, the parties to which said shares are transferred include employees of affiliated companies who meet certain conditions.

The parties to which the Company's employee stock warrants are issued include employees of affiliated companies who meet certain conditions.

Where the Company issues new shares, employees who can subscribe for shares include employees of affiliated companies who meet certain conditions.

The parties to which the Company's new employee restricted shares are issued include employees of affiliated companies who meet certain conditions.

Article 6: Deleted.

Article 7: The Company's shares issued are all registered.

The Company may be exempted from printing any physical share certificate for the shares issued, and shall register the issued shares with a centralized securities depository enterprise and follow the regulations of that enterprise. The provision in the preceding paragraph shall apply to the production and issue of corporate bonds *mutatis mutandis*.

Article 8: Registration for the transfer of shares shall be completed sixty (60) days before the date of each annual general meeting, thirty (30) days before the date of each extraordinary shareholders' meeting, or five (5) days before the date at which dividends, bonus, or any other benefits decided to be distributed by the Company.

The transfer, inheritance, donation, pledging, lost, or destruction of the Company's shares shall be processed in accordance with the Company Act and other relevant laws and regulations.

Article 8-1: Unless otherwise provided by the laws and regulations and securities regulations, the Company shall handle stock affairs in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies.

Section III Shareholders' Meeting

Article 9: There are two types of shareholders' meetings: annual general meetings and extraordinary shareholders' meetings. The annual general meeting is held once a year, and is convened by the Board of Directors within six months after the end of each fiscal year, and the extraordinary shareholders' meeting is convened when necessary according to laws.

Article 10: A shareholder who is unable to attend a shareholders' meeting may authorize another person to attend as proxy using the form provided by the Company while signed or sealed by said shareholder, which sets forth the scope of the authorization.

Article 11: All shareholders are entitled to one vote for every share held, except for the circumstances stipulated in Article 179 of the Company Act where shares are not assigned voting rights.

Article 12: Except as otherwise provided by the Company Act, the shareholders' resolutions shall be adopted upon the approval of a majority of the voting rights represented by the shareholders present at a shareholders' meeting attended by a majority of the shareholders, representing a majority of the total issued shares of the Company.

Article 12-1: Where the Company plans to cancel the public offering, in addition to the approval of the Board of Directors, it shall be approved with a majority of the voting rights represented by the shareholders present at a shareholders' meeting attended by shareholders, representing at least two-thirds of the total issued shares of the Company.

Where the quorum is not met in the preceding paragraph, the resolution to be made thereto may be adopted by at least two-thirds of the voting rights represented by the shareholders present at a shareholders' meeting attended by shareholders, representing a majority of the total issued shares of the Company.

Section IV Directors

- Article 13: The Company has seven to eleven directors with a term of three years, who are elected by the shareholders' meeting from people with behavioral capacity, and may be re-elected once elected. Among said number of directors, the number of independent directors shall be no less than 3 and one-fifth of the total number of seats of directors. The Company adopts a nomination system for the election of directors (including independent directors), in which the shareholders shall elect from a list of director candidates. The method of director candidate nomination and announcement shall be in compliance with the regulations of the competent securities authority. Independent and non-independent directors are elected at the same time, but the votes for the independent and non-independent directors shall be counted separately.
- The restrictions on professional qualifications, share ownership, concurrent positions held, and the nomination and election method of the independent directors in the preceding paragraph, and other relevant matters shall be in compliance with the regulations of the competent securities authority.
- The Company establishes the Audit Committee in accordance with the laws. The Audit Committee consists of all the independent directors, with one member as the convener and at least one with accounting or financial expertise. The Audit Committee's duty, charter, exercise of power, and other rules to be followed shall all be handled in accordance with the regulations of the competent authority.
- Article 13-1: The Company adopts a cumulative voting system with registered ballots for the election of directors. Each share is entitled to the number of voting rights same as that of directors or supervisors to be elected, which may be concentrated on one candidate or allocated to different ones. Candidates obtaining ballots representing more voting rights shall be elected as directors. Where there is a need to amend the method, it shall be handled in accordance with Article 172 of the Company Act and shall be enumerated and explained the ground for the convening of the shareholders' meeting.
- Article 14: The Board of Directors is organized by the directors, and shall elect the Chairman of the Board of Directors from among the directors by a majority vote at a meeting attended by at least two-thirds of the directors. The Chairman of the Board of Directors shall represent the Company externally.
- Article 15: Upon the Chairman's leave or inability to perform duties for any reason, the delegation shall be duly handled in accordance with Article 208 of the Company Act.
- Article 16: The Board of Directors shall decide remuneration of all directors according to the level of their participation in the Company's operation, value of their contribution, and the usual standard in the industry.
- Article 16-1: The board meetings shall be convened and chaired by the Chairman. In the absence of the Chairman, the Chairman shall designate one of the directors to act as an acting chair. In the case of such designation, the directors shall elect from among themselves an acting chair. Except as otherwise provided by the Company Act, a board meeting shall only be convened when at least a majority of the directors are present, and a resolution shall only be adopted with the consent of a majority of the directors present.
- A director may entrust another director to attend a board meeting as a proxy in accordance with the law, but a proxy shall represent only one person
- . If participation by means of video conferencing is made available at a board meeting, directors who participate in the meeting by such means shall be deemed to have attended such meeting in person. The notice of a board meeting shall expressly indicate the ground for the convening of the meeting and be served to all directors seven days prior to the date scheduled for the meeting. In case of an emergency, a board meeting may be convened at any time. The notice of a board meeting mentioned in the preceding paragraph may be served in writing or by means of e-mail or fax.
- Article 16-2: The Company may purchase liability insurance for the directors during their term of office, which shall cover the directors' liabilities arising from the performance of their duties.

Chapter V Managers

Article 17: The Company may engage one President and one or more Vice Presidents in accordance with the resolution of the Board of Directors. The appointment, dismissal, and remuneration thereof shall be handled in accordance with Article 29 of the Company Act. The President and Vice Presidents shall perform the duties assigned by the Chairman or the Board of Directors.

Chapter VI Accounting

Article 18: The Company's Board of Directors shall prepare (1) business report, (2) financial statements, and (3) a profit distribution or deficit compensation proposal after the end of each fiscal year and forward them to the general shareholders' meeting for ratification.

Article 19: Deleted.

Article 20: The Company shall appropriate no less than 6%–15% of the profit in the current year as employee compensation in cash or stock upon approval of the Board of Directors. Employee compensation may be issued to employees in affiliated companies that meet certain criteria. The Company may appropriate no more than 5% of the profit above as directors' remuneration upon approval of the Board of Directors. The remuneration distributed to the employees, directors, and supervisors shall be reported to the shareholders' meeting. When there is a cumulative deficit, the Company shall reserve an amount for compensation in advance, before appropriation for employee compensation and directors' remuneration in proportion to the percentages in the preceding paragraph.

Article 20-1: Where the Company has a surplus at the end of a fiscal year, it shall pay taxes in accordance with the law, compensate for the deficit, if any, allocate another 10% as the legal reserve unless when the legal reserve has reached the amount of the Company's paid-in capital, while setting aside or reversing the special reserve according to laws and regulations; where there is a balance, together with the accumulated undistributed earnings, the Board of Directors shall put forth an earnings distribution proposal and submit it to the shareholders' meeting for resolution before distributing dividends to shareholders.

The Company's dividend policy shall be based on the Company's current and future development plan, investment environment, capital demands, domestic and foreign competition, and capital budgets, in order to safeguard the shareholders' interests and strike a balance between dividends and the Company's long-term financial plan. On an annual basis, the Board of Directors shall formulate a distribution proposal, and report it to the shareholders' meeting. The Company may allocate at least 30% of the current year's earnings available for distribution as dividends to shareholders; the distribution of dividends to shareholders may be done in cash or stocks, where the cash dividend shall not be less than 20% of the total dividends.

Chapter VII Supplemental Provisions

Article 21: Matters not specified in this Articles of Incorporation shall be governed by the Company Act.

Article 22: The Article of Incorporation was formulated on Marche 22, 1997.

The first amendment was made on July 20, 1999.

The second amendment was made on March 19, 2000.

The third amendment was made on October 30, 2001.

The fourth amendment was made on June 20, 2002.

The fifth amendment was made on July 30, 2002.

The sixth amendment was made on May 4, 2004.

The seventh amendment was made on May 4, 2004.

The eighth amendment was made on June 22, 2005.

The ninth amendment was made on June 20, 2006.

The 10th amendment was made on June 13, 2007.

The 11th amendment was made on June 13, 2007.

The 12th amendment was made on June 13, 2008.

The 13th amendment was made on December 1, 2008.

The 14th amendment was made on December 1, 2008.

The 15th amendment was made on June 10, 2009.

The 16th amendment was made on June 17, 2013.

The 17th amendment was made on June 23, 2014.
The 18th amendment was made on June 22, 2015.
The 19th amendment was made on June 27, 2016.
The 20th amendment was made on June 22, 2017.
The 21st amendment was made on June 24, 2019.

Jiin Yeeh Ding Enterprise Corp.
Chairman: Ching-Chi Chuang

Annex 3. Rules of Procedures for Shareholders' Meetings

Jiin Yeeh Ding Enterprise Corp. Rules and Procedures of the Shareholders' Meeting

Article 1 (Basis for Formulation)

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meeting and to strengthen its management capabilities, the Rules are formulated pursuant to the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies.

Article 2 Unless otherwise prescribed by relevant laws and regulations, the Company shall duly convene the shareholders' meeting exactly in accordance with the Rules.

Article 3 (Convention of and Notice of Shareholders' Meetings)

Unless otherwise provided by laws and regulations, the shareholders' meetings of the Company shall be convened by the Board of Directors.

For the convention of an annual general meeting, a meeting agenda shall be prepared and all shareholders shall be notified thirty (30) days prior to the meeting. For the convention of an extraordinary general meeting, all shareholders shall be notified fifteen (15) days in advance.

The ground for convening a shareholders' meeting shall be indicated in the notice to be given to shareholders; and the notice may, as an alternative, be given by means of electronic transmission, after obtaining a prior consent from the recipient thereof.

Election or dismissal of directors, amendments to the Articles of Incorporation, capital reduction, application for delisting, the removal of non-compete clause, capitalization of earnings or capital surplus, dissolution, merger, or demerger, or any matter under Paragraph 1, 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 ground for convening the shareholders' meeting in the notice. None of the matters above may be raised through an extempore motion. The content of which shall be uploaded to a website designated by the competent authority or the Company, and the website shall be specified in the meeting notice.

A shareholder holding 1 percent or more of the total number of issued shares may submit to the Corporation a written proposal for discussion at an annual general meeting. Such a proposal, however, is limited to one issue only, and no proposal containing more than one issue will be included in the meeting agenda. In addition, when any circumstances under subparagraph 4 of Article 172-1, Paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda.

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

Each shareholder proposal is limited to 300 words, and the shareholder making the proposal shall be present in person or by proxy at the annual general meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, the Company shall notify the shareholders who submitted proposals of the proposal screening results and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting, the Board of Directors shall explain the reasons for exclusion of any shareholder proposals from the agenda.

Article 4 Attendance by Proxy and Authorization

At a shareholders' meeting, a shareholder may issue a proxy in the form printed by the Company to expressly stipulate the scope of authorized powers to authorize a proxy to attend a shareholders' meeting on his or her behalf.

A shareholder may only issue one power of attorney and appoint one proxy only, and shall serve such power of attorney to the Company no later than five days prior to the date scheduled for the shareholders' meeting. In case two or more powers of attorney are received from one shareholder, the first one received by the Company shall prevail; unless an explicit statement to revoke the said power of attorney is made.

After the power of attorney is served to the Company, in case that the shareholder issuing the said power of attorney intends to attend the shareholders' meeting in person or to exercise his/her voting rights in writing or electronically, a proxy rescission notice shall be served to the Company two days in writing prior to the date of the shareholders' meeting; otherwise, the voting rights exercised by the proxy at the meeting shall prevail.

Article 5 (Shareholders' Meeting Location and Time)

The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

Article 6 (Preparation of Documents such as Attendance Register)

The Company shall provide an attendance register for shareholders or their proxies (collectively, "shareholders") to sign in, or require the attending shareholders to submit their sign-in cards in lieu of signing the register.

The Company shall deliver the meeting handbook, annual report, attendance card, speaker's slip, votes, and other meeting materials to each shareholder attending the shareholders' meeting; if there are directors to be elected, ballots shall also be provided.

Shareholders shall present their attendance card, sign-in card, or other ID documents for attendance to attend the shareholders' meeting. Solicitors soliciting powers of attorney shall carry their ID documents for verification.

Where the government or a juridical person is a shareholder, more than one representative may attend the shareholders' meeting. Where a juridical person is entrusted to attend a shareholders' meeting as a proxy, such juridical person may only appoint one person to be its representative at the meeting.

Article 7 (Chair and Attending Staff of Shareholders' Meeting)s

Where a shareholders' meeting is convened by the Board of Directors of the Company, the Chairman shall preside over such meeting. Where the Chairman is on leave or unable to exercise his powers and duties for any reason, the Vice Chairman shall preside over such meeting. The Chairman shall designate a managing director to act as the chair if a Vice Chairman is not appointed, or if the Vice Chairman is on leave or unable to exercise his powers and duties for any reason. If no managing director is appointed by the Company, the Chairman shall designate a director to act as the chair. In the absence of designation, the managing director or the directors shall elect from among themselves an acting chair.

For a shareholders' meeting convened by the Board of Directors, it is preferable for more than half of the directors of the Board of Directors to attend the meeting.

Where a shareholders' meeting is convened by a convener other than the Board of Directors, the convener shall chair the meeting. Where there are two or more conveners, the conveners shall elect from among themselves to chair the meeting.

The Company may appoint the retained attorneys, certified public accountant(s), or relevant personnel to participate in a shareholders' meeting in a non-voting capacity.

Article 8 (Audio and Video Recordings of Shareholders' Meetings)

The Company shall record the entire process of a shareholders' meeting in audio or video, and the recordings shall be kept for at least one year. In the event a lawsuit filed by a shareholder

under Article 189 of the Company Act, said ballots shall be kept until the conclusion of the lawsuit.

Article 9 The attendance of shareholders shall be duly calculated based on the number of shares they hold. The calculation of the number of shares present shall be based on the attendance register or sign-in cards submitted by the shareholders and those shares whose votes are exercised in writing or electronically via the internet.

The chair shall call the meeting to order at the time scheduled for the meeting. In the event that the meeting is attended by shareholders representing less than half of the total issued shares, the chair may announce a postponement of the meeting; however, there may not be more than two postponements in total and the total time accumulated in the postponement(s) shall not exceed one hour. In the event that the meeting is still attended by shareholders representing less than one-third of the total issued shares after two postponements, the chair may announce the meeting adjourned.

Where the shareholders present still fail to constitute the minimum quorum after 2 postponements as mentioned in the preceding paragraph, a tentative resolution may be passed in accordance with Paragraph 1, Article 175 of the Company Act, and the Company shall reconvene another shareholders' meeting within 1 month.

In the event that the number of shares represented by the shareholders present is up to a majority of the aggregate total of the outstanding shares, the chair may refer the tentative resolution so adapted to the shareholders' meeting for resolution anew in accordance with Article 174 of the Company Act.

Article 10 (Meeting Agenda)

The agenda for the shareholders' meeting shall be set by the Board of Directors if such meeting is convened by the Board of Directors. Unless otherwise resolved by resolution at the meeting, the meeting shall be carried out in accordance with the scheduled agenda.

The preceding paragraph shall apply mutatis mutandis to meetings convened by any person, other than the Board of Directors, with the authority to convene such meeting.

Before the end of the proceedings (including extempore motions), the chair shall not announce adjournment until the agenda is concluded unless duly resolved in the meeting. In the event that the chair breaches the Rules of Procedures for Shareholders' Meetings by unlawfully announcing adjournment, other members in the Board of Directors shall promptly help the shareholders present elect one person through a majority vote to continuously chair the meeting based on the legal procedures.

The chair shall grant adequate opportunities for clarification and discussion on an amendment or extempore motions posed by a shareholder. Upon the time believed to be up for resolution, the chair may announce discontinuation from a discussion and put the issue for resolution.

Article 11 (Speech by Shareholders)

Before making a speech, the attending shareholders must fill out and submit a speech slip stating the purpose of the speech, the shareholder account number and account name (or the attendance ID number) for the chair to determine the order of speakers.

An attending shareholder who submits a slip of paper but does not speak at the meeting is deemed to have not spoken. In the event of any inconsistency between the contents of shareholder's speech and those recorded on the slip, the contents of shareholder's speech shall prevail.

On the same issue, each shareholder shall not speak more than twice unless given consent by the chair. Each speech shall not exceed 5 minutes. Where a shareholder speaks in contravention of the rules or beyond the scope of the specified issues, the chair may stop the speaker.

When a shareholder has the floor, all other shareholders shall not interfere unless at the consent of the chair or the shareholder who is taking the floor. Any unrestrained action shall be discouraged by the chair.

For corporate shareholders appointing two (2) or more representatives to the shareholders' meeting, only one representative may express opinions on the same motion.

After an attending shareholder completes their speech, the chair may respond either in person or through a relevant person designated.

Article 12 (Vote Counting and Recusal)

The voting rights in the shareholders' meeting shall be duly counted based on the number of shares.

During the voting process of a shareholders' meeting, the number of shares held by shareholders who hold no voting rights shall not be counted into the aggregate total of the outstanding shares.

On an issue under discussion in a shareholders' meeting, a shareholder who is the interested entity in such issue that is likely to impair the interests of the Company shall not join the voting process, nor shall he or she exercise voting rights as a proxy for another shareholder.

The number of shares mentioned in the preceding paragraph that could not be exercised for voting rights shall not be counted as the voting rights of the shareholders who are already present in the meeting.

Except for trust enterprises or stock agencies approved by the competent authority, when a person acts as the proxy for two or more shareholders, the number of voting rights represented by him/her shall not exceed 3% of the total number of voting shares, otherwise, the excessive portion of voting rights shall not be counted.

Article 13 Each shareholder is entitled to one vote per share, except when restricted or without voting rights listed under the Company Act.

Where a shareholders' meeting is convened by the Company, voting rights may be exercised in writing or by electronic means. When the voting rights are to be exercised in writing or by electronic means, such means of exercise shall be expressly provided in the notice of the shareholders' meeting. A shareholder who exercises voting rights in writing or by electronic means is deemed to have participated in the shareholders' meeting in person, but shall be deemed to have waived the right for the questions and motions and amendment to original motions. Thus, it is advised that the Company shall avoid proposing extempore motions or amendment to original motions.

In the case of voting rights being exercised in writing or by electronic means as mentioned in the preceding paragraph, expression of intent shall be served to the Company 2 days prior to the date scheduled for the shareholders' meeting. In case of double expressions of intent, they shall be managed on a first-come first-served basis unless the preceding expression is declared withdrawn.

After a shareholder exercises voting rights in writing or by electronic means, if he or she intends to participate in the shareholders' meeting in person, he or she shall revoke the expression of intent mentioned in the preceding paragraph by the means same as that used for exercise of voting rights in writing or by electronic means 2 days prior to the date scheduled for the shareholders' meeting. In the event that he or she fails to revoke within the specified time limit, he or she shall still exercise voting rights in writing or by electronic means. In the event that a shareholder exercises voting rights in writing or by electronic means and participates in the shareholders' meeting by proxy with a written proxy, the exercise of voting rights in writing or by electronic means by his or her proxy shall prevail.

Unless otherwise provided for in the Company Act and in the Company's Articles of Incorporation, decisions in the shareholders' meeting shall be resolved by a majority vote in the meeting that is attended by shareholders who represent a majority of the aggregate total of the outstanding shares. When voting, the chair or the person designated by the chair shall announce the total number of voting rights of the shareholders present.

A proposal is deemed to have passed when no objection expressed from the attending shareholders give after being inquired by the chair, and the effect thereof is the same as a vote; if there are objections, a vote as stated in the preceding paragraph shall be adopted.

Where the same issue is accompanied by an amendment or alternative, the chair shall resolve the order of voting along with the initial issue. In the event that one among them is satisfactorily resolved, other issues are deemed to have been vetoed, calling for no further voting.

The scrutineers and counting staff for the voting process shall be appointed by the chair. Scrutineers appointed shall also be shareholders.

The counting of the votes for a motion or an election at the shareholders' meeting shall be conducted publicly at the shareholders' meeting, and the results of the vote shall be announced on the spot and recorded in the meeting minutes.

Article 14 (Elections)

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.

The ballots of the election in the preceding paragraph shall be sealed and signed off by the ballot inspectors and be kept for at least a year. In the event a lawsuit filed by a shareholder under Article 189 of the Company Act, said ballots shall be kept until the conclusion of the lawsuit.

Article 15 Minutes of shareholders' meetings shall be duly worked out, signed, and sealed by the chair and served to all shareholders within 20 days from the meeting.

The minutes may be produced and distributed in electronic means.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement on the MOPS.

The meeting minutes shall duly contain the year, month, day, venue, name of the chair, voting method, key points of the proceedings, and the results, and shall be archived in the Company permanently while the Company exists.

With regard to the resolution methods in the preceding paragraph, if no objection is voiced by any of the shareholders when inquired by the chair, the wordings, "The proposal is approved by a unanimous consent of all attending shareholders upon inquiry from the chair", shall be recorded. For proposals where shareholders voice objections, the ballot casting method adopted, number of votes, and its proportion to total shall be clearly stated.

Article 16 (Public Announcement)

The Company shall, on the very day while the shareholders' meeting is scheduled to be convened, duly produce statistical tables in the prescribed forms to cover the number of shares successfully solicited by the solicitors and the number of shares under agency of the delegated proxies, and shall expressly publish those at the shareholders' meeting on the spot.

Where the resolutions at the shareholders' meeting belong to the material information stipulated by laws and regulations, and by the Taiwan Stock Exchange (Taipei Exchange), the Company shall upload said content to MOPS within the specified time.

Article 17 (Maintenance of Order)

The staff serving at the shareholders' meeting shall wear an identity badge or armband.

The chair may instruct proctors or security guards to maintain the order of the meeting. The proctors or security guards shall wear an armband or identity badge reading "proctor" or the like while maintaining the order of the meeting.

Where the shareholders' meeting site is equipped with loud-speaker facilities and where a shareholder speaks with the equipment not provided by the Company, the chair may stop the shareholder from speaking.

Where a shareholder is acting in contravention of the Rules of Procedures for Shareholders' Meetings, defies the discipline from the chairperson, or interrupts the process of the meeting, the chair may instruct the proctors or security guards to expel the shareholder from the venue.

Article 18 (Recess and Resumption of Meeting)

Upon the process of a meeting, the chair may announce a recess as situations may justify. Upon occurrence of force majeure, the chair may rule a suspension of the meeting and announce the time to resume the meeting as the situations may justify.

In the event that the venue for a shareholders' meeting could not be continuously used until the issues set under the agenda (including extempore motions) are concluded, the shareholders' meeting may resolve a decision to relocate to another venue to continue the meeting.

Per Article 182 of the Company Act, the shareholders' meeting may resolve a decision to postpone the meeting within 5 days or to continue the process of the meeting.

Article 19 The Rules and any amendments hereof shall be entered into force after being resolved at the shareholders' meeting.

Annex 4. Rules of Election of Directors

Jiin Yeeh Ding Enterprise Corp. Rules of Election of Directors

- Article 1 To ensure a just, fair, and open election of directors, the Procedure is formulated pursuant to Articles 21 and 41 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.
- Article 2 The Company's election of directors shall be handled in accordance with the Rules, unless otherwise provided by laws or regulations.
- Article 3 The overall composition of the Board of Directors shall be taken into consideration in the selection of the Company's directors. All members of the board shall have the knowledge, skills, and competence necessary to perform their duties. The entire board shall possess the following abilities:
- I. Business judgment ability.
 - II. Accounting and financial analysis ability.
 - III. Business management ability.
 - IV. Crisis management ability.
 - V. Knowledge of the industry.
 - VI. International market perspective.
 - VII. Leadership.
 - VIII. Decision-making ability.
- Article 4 The qualifications of the independent directors of the Company shall be in accordance with the provisions of the “Measures for the Establishment of Independent Directors of Public Offering Companies and Measures to Be Followed.”
- Article 5 Elections of the Company's independent directors shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.
- Article 6 The Company's directors shall be duly elected by means of cumulative voting with registered ballots. Each common share is entitled to the same number of voting rights as the numbers of directors to be elected, which may be concentrated on the same candidate or allocated to different ones
- In the election of directors of the Company, shareholders may choose to exercise their right to vote either by electronic or on-site voting.
- The shareholders who exercise their right by electronic voting as in the preceding paragraph shall exercise it on the electronic voting platform designated by the Company.
- Article 7 The Board of Directors shall prepare ballots in the number same as that of directors to be elected for each shareholder, enter the number of voting rights in the ballots, and distribute them to shareholders attending the shareholders' meeting, and the names of the electors may be replaced by the attendance card number printed on the ballots.
- Article 7-1 During the election of directors, independent and non-independent directors are elected at the same time, but the votes for the independent and non-independent directors shall be counted separately. Those who have won the votes representing more voting rights will serve as independent and non-independent directors, respectively.
- Article 8 The number of directors of the Company will be specified in the Company's Articles of Incorporation, with voting rights separately calculated for independent and non-independent directors. The candidates receiving ballots representing the highest number of voting rights will be elected sequentially according to their respective number of votes received, and if two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the

winner, with the chair drawing lots on behalf of any person not in attendance.

The number of voting rights in the preceding paragraph is calculated based on the number of voting rights voted on-site at the shareholders' meeting plus the number of voting rights exercised electronically.

- Article 9 Before the beginning of the election, the chair shall designate a number of shareholders as scrutineers and vote counting personnel perform their relevant duties accordingly. The Board of Directors shall prepare a ballot box, which shall be examined in public by the scrutineers, before the voting begins.
- Article 10 In the event that a candidate is a shareholder of the Company, the voters voting for such candidate shall enter such candidate's account name and shareholder account number in the "candidate" column in the ballot. In the event that the candidate is not a shareholder of the Company, the voters voting for such candidate shall enter such candidate's name and ID number in the "candidate" column in the ballot. In the event that a candidate is a government or a corporate shareholder, the voters voting for such candidate shall enter in the "candidate" column in the ballot the name of such government or corporate shareholder, or the name of such government or corporate shareholder together with the name of such government's or corporate shareholder's representative; where there are multiple representatives, the names of all representatives shall be entered.
- Article 11 A ballot is deemed void if any of the following circumstances occurs:
1. The ballot is not prepared by the Board of Directors.
 2. Any blank ballot cast in the ballot box.
 3. Any ballot with illegible writing rendering it unrecognizable, or any ballot with alterations.
 4. Where a candidate is a shareholder of the Company, such candidate's account name and shareholder account number entered in the ballot is inconsistent with that in the shareholders' registry. Where a candidate is not a shareholder of the Company, such candidate's name and ID number entered is verified to be inconsistent.
 5. Any ballot with characters other than the candidate's account name (name) or shareholder account number (ID number) and the number of voting rights allocated.
 6. The name of the candidate entered in the ballot is identical to that of another shareholder, but the shareholder account number or ID number is not entered in the ballot to identify such individual.
- Article 12 Votes shall be counted on the spot upon completion of casting the ballots, and the list of elected directors, including the results of the electronic votes, shall be announced by the chair on the spot.
- Article 13 The Board of Directors of the Company shall deliver a written notification to each of the elected directors.
- Article 14 The ballots on the spot, together with the data on electronic voting, shall be sealed and signed off or sealed by the ballot inspectors and be kept by the Company in a proper manner for at least a year. In the event a lawsuit filed by a shareholder under Article 189 of the Company Act, said ballots shall be kept until the conclusion of the lawsuit.
- Article 15 Matters not specified in the Rules shall be governed by the Company Act and the Company's Articles of Incorporation.
- Article 16 The Rules and any amendments hereof shall be entered into force after being resolved at the shareholders' meeting.