

STOCK
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JIN YEEH DING ENTERPRISE CORP.

**Handbook for the 2022 Annual
Meeting of Shareholders**

(TRANSLATION)

June 27, 2022

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I. Meeting Procedures

Jiin Yeeh Ding Enterprise Corp.

Agenda of the 2022 Annual General Meeting

- I. Call the Meeting to Order
- II. Chairperson's Remarks
- III. Reports
- IV. Ratifications
- V. Discussions
- VI. Election Matters
- VII. Other proposals
- VIII. Extempore Motions
- IX. Adjournment

II. Meeting Agenda

Jiin Yeeh Ding Enterprise Corp. Meeting Agenda of the 2022 Annual General Meeting

Time and Date: 9:00 a.m., Monday, June 27, 2022

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

Convening method: Entity Shareholders' Meeting

- I. Call the Meeting to Order
- II. Chairperson's Remarks
- III. Report Items
 1. 2021 Business Report.
 2. Audit Committee's Review Report of 2021 Audited Financial Statements.
 3. Allocation of employees' and directors' remuneration for 2021.
 4. Amendment Report on the "Code of Practice on Corporate Governance".
 5. Amendment Report on the "Code of Practice on Corporate Social Responsibility".
 6. Amendment Report on the "Corporate Social Responsibility Policy".
- IV. Matters for Ratification
 1. 2021 Financial Statements.
 2. 2021 Earnings Distribution Proposal.
- V. Matters for Discussion
 1. Amendment the Company's "Acquisition or Disposal of Assets Management Procedures".
 2. Capital Reduction in Cash.
- VI. Election Matters
Full re-election of directors (including independent directors).
- VII. Other proposals
Lifting restrictions on non-compete for directors.
- VIII. Extemporary Motions
- IX. Adjournment

III. Reports

1. 2021 Business Report.

Descriptions: Attached Business report. (Please refer to Page 7 to 10, Appendix 1)

2. Audit Committee's Review Report of 2021 Audited Financial Statements.

Descriptions: 1.The Company's 2021 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.Attached Audit Committee's Review Report. (Please refer to Page 11, Appendix 2)

3. Allocation of employees' and directors' remuneration for 2021.

Descriptions: The Company's employee remuneration and directors' remuneration for 2021 were approved by the Board of Directors on March 24, 2022. The total amount of employee remuneration was NT\$31,497,247 and the total director's remuneration was NT\$7,874,312, both of which were paid in cash. There is no difference in the estimate recognized for 2021.

4. Amendment Report on the "Code of Practice on Corporate Governance".

Descriptions: 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. 1100373495 dated December 6, 2021 while with reference to relevant regulations and propose to amend some provisions of the "Code of Practice on Corporate Governance" of the Company to further strengthen the supervisory functionof the Board in line with the Corporate Governance 3.0-Blueprint for Sustainable Development.

2.The comparison table of amended provisions. (Please refer to Page 12 to 13, Appendix 3)

5. Amendment Report on the "Code of Practice on Corporate Social Responsibility".

Descriptions: 1.In accordance with the Taiwan Stock Exchange Corp.'s Letter no. 1100024173 dated December 7, 2021 and the international development trend, to implement the goal of sustainable development, strengthen the implementation of sustainable development, and improve the quality of sustainable development information disclosure, so as to amend the company's "Code of Practice on Corporate Social Responsibility". It is called "Code of Practice for Sustainable Development".

2.The comparison table of amended provisions. (Please refer to Page 14 to 19, Appendix 4)

6. Amendment Report on the "Corporate Social Responsibility Policy".

Descriptions: 1.In line with the international development trend, to practice sustainable development goals, in accordance with the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies to revise the Company's "Corporate Social Responsibility Policy", which is named "Sustainable Development Policy".

2.The comparison table of amended provisions. (Please refer to Page 20 to 21, Appendix 5)

IV. Ratifications

Proposal 1: 2021 Financial Statements

(Proposed by the Board of Directors)

Descriptions: 1.The Company's Parent Company Only Financial Statements and Consolidated Financial Statements for 2021 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 standardsand 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.The financial statements and audit report. (Please refer to 22 to 37, Appendix 6 and Appendix 7)

Resolution:

Proposal 2: 2021 Earnings Distribution proposal (Proposed by the Board of Directors)

- Descriptions: 1.The company's undistributed surplus at the beginning of the period is NT \$117,285,295 (the same below), plus the remeasurement of the defined benefit plan of NT \$ 497,085 and the net profit after tax of NT \$ 411,146,430 for the year 2021, and the statutory surplus reserve of NT \$ 41,164,352 and the special surplus reserve of NT \$ 16,781,642 due to the accumulated conversion adjustment, the distributable surplus of the current period is NT \$ 470,982,816.
- 2.The total number of issued ordinary shares of the Company as of March 24, 2022 was 119,927,660 (including 18,841,000 shares from private placement). The shareholders' dividend of NT\$215,869,788 will be distributed this year with a cash dividend of NT\$1.8 per share will be distributed. After the distribution above, there will an undistributed earnings of NT\$ 255,113,028 at the end of the period.
- 3.After the proposal is passed by the shareholders' meeting, the Chairman will be authorized to set the ex-dividend record date, the payout date, and other relevant matters.
- 4.The cash dividend is rounded off to the nearest New Taiwan Dollar, with the decimal places removed, based on the distribution ratio. The total rounded off amounts are accounted as other income in Aurora's financial statements. 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 (decrease) in cash, it is proposed to submit to the general shareholders' meeting to fully authorize the Chairman to handle it.
- 5.The Earnings Distribution table is as follows:

Jiin Yeeh Ding Enterprise Corp.
2021 Earnings Distribution Table

	Unit: NT\$
Beginning balance of retained earnings	117,285,295
Add: Remeasurement of the defined benefit plan	497,085
Add: Net income for the current period	411,146,430
Less: Legal reserve	41,164,352
Less: Special reserve appropriated	16,781,642
Earnings available for distribution for the period	470,982,816
Distribution:	
Shareholders' dividend (with a cash dividend of NT\$1.8 per share)	215,869,788
Unappropriated retained earnings at the end of period	255,113,028

Chairman: Ching-Chi Chuang Manager: Jui-Yuan Chuang Accounting Manager: Pei-Ju Hu

6.Please proceed to vote on the proposal.

Resolution:

V. Discussions

Proposal 1: Amendment the Company's "Acquisition or Disposal of Assets Management Procedures".

(Proposed by the Board of Directors)

- Descriptions: 1.In order to comply with the practical operation Article 9 of the Company's Acquisition or Disposal of Assets Management Procedures is revised to specify that the acquisition or disposal of real estate or its right-of-use assets from related parties, regardless of the amount, shall comply with the processing procedures, and the "Fixed Assets" shall be revised to "Real Estate, Plant and Equipment" in accordance with international financial reporting standards (IFRS).

- 2.The Company proposed to amend part of the Rules in accordance with the Financial Supervisory Commission's Jin-Guan-Zheng-Fa letter No. 1110380465 dated January 28, 2022.
- 3.The comparison table of provisions before and after amendments. (Please refer to Page 38 to 42, Appendix 8)
- 4.Please proceed to vote on the proposal..

Resolution:

Proposal 2: Capital Reduction in cash. (Proposed by the Board of Directors)

- Descriptions:
- 1.In order to activate the capital utilization of investors and improve the rate of return on shareholders' equity by adjusting the capital structure, the company plans to handle matters related to cash capital reduction and return of share funds in accordance with Article 168 of the Company Act.
 - 2.Total number and amount of capital reduction shares: The capital reduction this time is NT \$ 239,855,320 only. It is estimated that 23,985,532 shares (20,217,332 ordinary shares listed on the TWSE/TPEX market and 3,768,200 ordinary shares privately placed) will be eliminated. Based on the number of 119,927,660 shares outstanding on the day of the board of directors on March 24, 2022, the capital reduction ratio is 20%, and NT \$ 2 per share will be returned to shareholders. The paid in capital after capital reduction is NT \$ 959,421,280, after the capital reduction, 95,942,128 shares were issued (80,869,328 TWSE/TPEX common shares and 15,072,800 private common shares), with a par value of NT \$10 per share.
 - 3.In this capital reduction, the shares shall be canceled and new shares shall be issued. The shares held by each shareholder shall be calculated separately according to the record of the shareholder name book on the "base date of capital reduction and Stock Exchange". The original ordinary shares shall be exchanged for 800 shares per 1000 shares (200 shares shall be reduced per 1000 shares). The abnormal zero shares less than one share after capital reduction may be registered with the stock affairs agency of this corporation from 5 days before the date of suspension of transfer to one day before the date of suspension of transfer, In the case of abnormal shares that have not been pieced together or are still less than one share after patching up, or have not been handled within the time limit, cash shall be issued according to the face value until yuan (rounded off below NT \$), and the chairman of the board of directors shall be authorized to contact a specific person to subscribe for the abnormal shares according to the face value.
 - 4.After the proposal is approved by the shareholders' meeting and submitted to the competent authority for approval, the chairman is authorized to set the benchmark date for capital reduction and stock exchange. Subsequently, if the number of outstanding shares is affected due to the change of the share capital of the company, and the capital reduction ratio of shareholders and the amount returned per share need to be adjusted due to the change, the shareholders' meeting is proposed to authorize the chairman of the board of directors to handle it with full power.
 - 5.If it is approved and amended by the competent authority, or needs to be changed or amended according to the objective environment, or other matters not covered, it is proposed to request the shareholders' meeting to authorize the chairman of the board of directors to handle them with full authority.
 - 6.The rights and obligations of this capital reduction in exchange for new shares are the same as those of the original shares and are issued without entities.
 - 7.Please proceed to vote on the proposal.

Resolution:

VI. Election Matters

Proposal : Full re-election of directors (including independent directors). (Proposed by the Board of Directors)

- Descriptions:
- 1.The term of office of the current director expires on June 23, 2022. It is proposed to conduct a comprehensive re-election in advance at the 2022 ordinary meeting of shareholders.
 - 2.In accordance with Article 13 of the articles of association, 11 directors (including 4 independent directors) shall be selected and appointed by the shareholders from the list of candidates for directors, and the new directors shall take office from the date of election for a term of three years from June 27, 2022 to June 26, 2025.
 - 3.This election is conducted in accordance with the company's "procedures for the election of directors".
 - 4.The list of candidates for directors and independent directors of the company was reviewed and approved at the board meeting on May 10, 2022, with relevant academic education, experience and number of shares held. (Please refer to Page 43 to 45, Appendix 9)
 - 5.Please proceed to elect on the proposal.

Resolution:

VII. Other proposals

Proposal : Lifting restrictions on non-compete for directors. (Proposed by the Board of Directors)

- Descriptions:
- 1.In accordance with Article 209 of the company law, if a director acts within the business scope of the company for himself or others, he shall explain the important contents of his acts to the shareholders' meeting and obtain his permission.
 - 2.The ninth session of the board of directors and the legal representative of the board of directors have committed the non competition act specified in article 209 of the company law. On the premise of harming the interests of the company, they shall submit to the shareholders' meeting for approval to lift the non competition restriction.
 - 3.The newly elected directors (including independent directors) and their representatives who intend to request the shareholders' meeting to agree to lift the non competition restriction shall be attached with the details of the positions of directors concurrently in other companies. (Please refer to Page 46, Appendix 10)
 - 4.Please proceed to vote on the proposal.

Resolution:

VIII. Extemporary Motions

IX.Adjournment

Appendix

Appendix 1. Business Report

Jiin Yeeh Ding Enterprise Corp. 2021 Business Report

Thank you for taking the time out of your busy schedule to attend our 2021 ordinary meeting of shareholders. Looking back over the past year, the company continued to benefit from the rising metal market, the correct strategic decisions in recent years, coupled with the concerted efforts of all colleagues, the company's revenue and profit both achieved high.

We hereby report the implementation results of the 2021 business plan, the summary of the 2022 business plan and the future development strategy of the company. As follows:

I. Business Performance in 2021

(I) Results of implementation of the 2021 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 2021.

(III) Analysis of financial revenue and expenditure and profitability

1. Financial revenue and expenditure

Unit: In Thousands of New Taiwan Dollars

Item	2021	2020	Amount of increase (decrease)	Percentage of increase (decrease)
Interest income	2,137	3,119	(982)	(31.48%)
Interest expense	3,540	9,516	(5,976)	(62.80%)

2. Analysis of profitability

Item	2021	2020
Return on assets (%)	12.79%	8.30%
Return on equity (%)	16.18%	11.78%
Ratio of net income before tax to paid-in capital (%)	41.56%	25.47%
Net profit margin (%)	12%	8%
Earnings per share (NT\$)	3.47	2.48

(IV) Research and development

Unit: In Thousands of New Taiwan Dollars

Item	2021	2020
R&D expenses	2,183	2,144
Net operating revenue	3,409,843	2,820,810
%	0.06%	0.08%

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	* PET plastic recycling * Cleaned and recycled Ni and Cu paste containers for reuse * Increased the purity of palladium from 90% to 99% or higher
2021	* Recycled tin-containing waste

II. Outline of 2022 Business Plan

(I) Operating guidelines

1. Five major development axes:

- (1) Plan to join RE10 × 10.
- (2) Continue to push forward the expansion plan of Jiin Yeeh Ding Hsinchu Plant II
- (3) Continue to develop the market recycling and treatment channels of electronic waste and hardware in Europe, America and Southeast Asia.
- (4) Develop the recovery technology of metal rhodium.
- (5) Research and development of electric vehicle waste battery recycling technology.

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

- (1) Upgrade: Refine existing gold and copper refining technology, develop new product metal rhodium and solar panel recovery technology.
- (2) Control: Strictly control metal risk and exchange risk.
- (3) Create: Create recyclable products and develop customers, combined with group strength.
- (4) Diversify: Multi-party business model seeks lateral and incidentally strategic cooperation. Continue to add various codes, seek new business opportunities, expand the processing and diversification capabilities of the plant.

(II) Expected sales volume and its basis

One of the knock-on effects of Russia's aggression in Ukraine and the subsequent imposition of EU and US sanctions was a sharp rise in commodity prices, particularly in agriculture, energy and metals, as well as gold on safe-haven demand. COVID-19 is causing global inflation. During the epidemic, consumers bought more electronic products to meet the demand of working remotely, driving the demand for 3C electronic products. Demand for cars, furniture, household appliances and other goods rebounded quickly as consumers retaliated against the epidemic. As COVID-19 disrupted global supply chains for some goods, shortages of chips, for example, have limited the production of cars. Transport logistics are also affected. Global shipping industry disruption, airline grounding or container port cancellation, making the global supply chain is more serious.

As prices continue to spiral out of control, runaway inflation has made gold a favorite as an inflation hedge. Copper supply will gradually become an issue in the next two to three years as demand increases due to the deepening electrification trend and the need for electric vehicles. Aluminum, the supply of which is expected to fall, is expected to grow as a result of a shift to green energy. Copper and aluminum prices are expected to rise as the energy transition will require much more material consumption.

(III) Important production and marketing policies

1. Focus on the core business:
 - (1) Refuse non-hedging derivative trading.
 - (2) We will expand the recycling of household electronic waste and discarded solar panels.
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.

Happiness can only last if green is sustainable: We hope to achieve our ESG environmental commitment and carbon neutrality vision through our efforts to delay global warming.

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

(I) Competitive advantages of Jiin Yeeh Ding:

- 1.Environmental pollution directly and indirectly affects the overall image and competitiveness of a country. With the promulgation of the domestic "Waste Cleaning Act" and "Resource Recycling Act", the government has been increasingly strict in the formulation of environmental laws and regulations, and has been sparing no effort in banning unreasonable laws and regulations. In addition, it is not easy to obtain and dispose of land used for special purposes by waste disposal agencies, which makes the company has a strong market competitiveness.
- 2.The company has rich experience in waste removal and treatment legal person. There are 116 approved grade A treatment institutions in the whole country (Source: Executive yuan environmental protection bureau enterprise waste declaration and management information system inquiry), among which only three are professional in solid waste and metal recovery and all have TWSE/TPEX company qualification: Jiin Yeeh Ding, Super Dragon, Solar Applied. Jiin Yeeh Ding is in the leading position in waste treatment volume and enjoys high reputation and trust in the industry.
- 3.Our company is the only TWSE/TPEX counter company that has obtained the solar panel recycling and treatment code in China, and can remove the "waste solar photovoltaic panels after processing D-2528 device", which is the preferred manufacturer of solar photovoltaic Industry Association, and is expected to bring new profit growth momentum for Jinyiting Company.

(II) The daily operation of the company is in accordance with the relevant laws and regulations at home and abroad. The company at any time pay attention to the domestic and foreign policy development trends and changes in laws and regulations, collect relevant information to provide management decision-making reference, and consult relevant professionals, and adjust the company's business strategy.In the recent year, the company has not been affected by important domestic and foreign policies and laws and regulations of the company's financial business situation.

(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 2022. No matter how the international situation changes and evolves, through the clear and stable long-term strategic direction and the joint efforts of all colleagues, Jiin Yeeh Ding has always moved forward firmly in various ups and downs. We sincerely thank all the shareholders for their full support to Jiin Yeeh Ding and their company for the growth of Jiin Yeeh Ding. We look forward to working with you to achieve a prosperous and sustainable future together.

No matter how the international situation changes and evolves, through the clear and stable long-term strategic direction and the joint efforts of all colleagues, Jiin Yeeh Ding has always moved forward firmly in various ups and downs. We sincerely thank all the shareholders for their full support to Jiin Yeeh Ding and their company for the growth of Jiin Yeeh Ding. We look forward to working with you to achieve a prosperous and sustainable future together.

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 2021 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

2022 Annual General Meeting of Jiin Yeeh Ding Enterprise Corp.

Convener of the Audit Committee: Chuang, Chin-Te

May 10, 2022

Appendix 3. The Comparison Table of the Amended Provisions of the Code of Practice on Corporate Governance

Jiin Yeeh Ding Enterprise Corp.
The Comparison Table of the Amended Provisions
of the Code of Practice on Corporate Governance

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 24	<p>Two or more independent directors shall be appointed in accordance with the articles of association.</p> <p><u>The independent director shall serve no more than three consecutive terms.</u></p> <p>Independent directors shall possess professional knowledge, their shareholding shall be limited, and shall not be directors of more than five listed companies (including independent directors) at the same time, except in accordance with relevant laws and regulations. Independent directors shall be independent in the scope of business execution, and shall not have direct or indirect interests with the company. Independent and non-independent directors shall not change their status during their term of office.</p> <p>The professional qualifications of independent directors, restrictions on holding shares and part-time jobs, determination of independence, nomination methods and other matters to be complied with shall be handled in accordance with relevant regulations.</p>	<p>Three independent directors shall be appointed in accordance with the articles of association.</p> <p>Independent directors shall possess professional knowledge, their shareholding shall be limited, and shall not be directors of more than five listed companies (including independent directors) at the same time, except in accordance with relevant laws and regulations. Independent directors shall be independent in the scope of business execution, and shall not have direct or indirect interests with the company. Independent and non-independent directors shall not change their status during their term of office.</p> <p>The professional qualifications of independent directors, restrictions on holding shares and part-time jobs, determination of independence, nomination methods and other matters to be complied with shall be handled in accordance with relevant regulations.</p>	<p>In accordance with the corporate governance 3.0-sustainable development blueprint, in order to further strengthen the supervisory function of the board of directors, the number of independent directors shall not be less than one-third of the number of directors; In addition, to strengthen the independence of the board of directors of TWSE/TPEX, the independent directors of listed companies shall serve no more than three consecutive terms.</p>
Article 49	<p><u>The website shall have a special area to disclose the following information related to corporate governance and be updated continuously:</u></p> <p><u>I. Board of Directors: For example, the resume of the board members and their rights and responsibilities, the policy and implementation of the diversity of the board members.</u></p> <p><u>II. Functional Committee: For example, resumes of functional committee members and their responsibilities.</u></p>	<p><u>Disclose and update the information related to corporate governance in the following years in accordance with relevant laws and regulations of the stock exchange or over-the-counter trading center:</u></p> <p><u>I. Structure and rules of corporate governance.</u></p> <p><u>II. The company's equity structure and shareholders' equity (including specific dividend policies).</u></p> <p><u>III. The professionalism and</u></p>	<p>To optimize the company's web site of the corporate governance information disclosure, the integration of the original provisions in accordance with relevant</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p><u>III. Corporate governance regulations: For example, the articles of association, the procedures of the board of directors and the organizational rules of the functional committee are related to corporate governance.</u></p> <p><u>IV. Important information related to corporate governance: Such as setting up corporate governance information.</u></p>	<p><u>independence of board members.</u></p> <p><u>IV. Responsibilities of the board of directors and managers.</u></p> <p><u>V. Composition, responsibilities and independence of the Audit Committee.</u></p> <p><u>VI. Composition, responsibilities and operation of compensation committee and other functional committees.</u></p> <p><u>VII. Compensation paid to directors, general managers and deputy general managers for the last two years, analysis of total compensation as a percentage of net profit after tax in individual or individual financial reports, compensation policies, standards and combinations, compensation procedures and their relationship to business performance and future risk.</u></p> <p><u>VIII. The training status of the directors.</u></p> <p><u>IX. Channels for interested parties' rights relation complaints, issues of concern and appropriate response mechanisms.</u></p> <p><u>X. Detailed handling of information disclosure matters regulated by laws and regulations.</u></p> <p><u>XI. The operation of corporate governance and the company's own code of corporate governance and the code of corporate governance gaps and reasons.</u></p> <p><u>XII. Other corporate governance related information.</u></p> <p><u>Depending on the actual implementation of corporate governance, disclose specific plans and measures to improve corporate governance in appropriate ways.</u></p>	<p>laws and the stock exchange or counter, business center regulations shall be reveal project, in accordance with 3.0 sustainable development blueprint planning corporate governance, set out the company's web site shall be set zone, reveal information about corporate governance, so that the shareholders and stakeholders.</p>

Appendix 4. The Comparison Table for the Amended Provisions of the Code of Practice on Corporate Social Responsibility

Jiin Yeeh Ding Enterprise Corp.

**The Comparison Table for the Amended Provisions
of the Code of Practice on Corporate Social Responsibility**

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Code Name	<u>Code of Practice for Sustainable Development</u>	<u>Code of Practice on Corporate Social Responsibility</u>	The Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies was revised in line with the international development trend and the goal of sustainable development.
Article 1	In order to assist the company to fulfill corporate social responsibility and to promote economic, environmental and social advancement for purposes of sustainable development, the company shall comply with the <u>Sustainable Development Best Practice Principles</u> for TWSE/TPEX Listed Companies and relevant laws and regulations to follow.	In order to assist the company to fulfill corporate social responsibility and to promote economic, environmental and social advancement for purposes of sustainable development, the company shall comply with the <u>Corporate Social Responsibility Best Practice Principles</u> for TWSE/TPEX Listed Companies and relevant laws and regulations to follow.	
Article 2	The Code applies to the company and covers the overall business activities of the company and its group enterprises. The Code encourages the company to actively fulfill <u>sustainable development</u> in its business operations, in line with international development trends, and through corporate citizenship, to enhance national economic contribution, improve the quality of life of employees, the community and society by acting as responsible corporate citizens, and to enhance competitive edges built on <u>sustainable development</u> .	The Code applies to the company and covers the overall business activities of the company and its group enterprises. This Code encourages the company to actively fulfill <u>corporate social responsibility</u> in its business operations, in line with international development trends, and through corporate citizenship, to enhance national economic contribution, improve the quality of life of employees, the community and society by acting as responsible corporate citizens, and to enhance competitive edges built on <u>corporate responsibility</u> .	
Article 3	<u>In order to promote sustainable development</u> , the company shall pay attention to the rights and interests of stakeholders, attach importance to environmental and social and corporate governance factors while pursuing	<u>To fulfill corporate social responsibility</u> , the company shall pay attention to the rights and interests of stakeholders, attach importance to environmental, social and corporate governance factors while pursuing sustainable operation	

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>sustainable operation and profit, and incorporate them into the company's management policy and operation activities.</p> <p>The company shall conduct risk assessments on environmental, social and corporate governance issues related to the company's operations and establish relevant risk management policies or strategies in accordance with the principle of materiality.</p>	<p>and profit, and incorporate them into the company's management policy and operation activities.</p> <p>The company shall conduct risk assessments on environmental, social and corporate governance issues related to the company's operations and establish relevant risk management policies or strategies in accordance with the principle of materiality.</p>	
Article 4	<p>The company's practice of <u>sustainable development</u> shall follow the following principles:</p> <p>I. Implement corporate governance. II. Develop a sustainable environment. III. Safeguard social welfare. IV. Strengthen disclosure of <u>sustainable development</u> information.</p>	<p>The company's practice of <u>corporate social responsibility</u> shall follow the following principles:</p> <p>I. Implement corporate governance. II. Develop a sustainable environment. III. Safeguard social welfare. IV. Strengthen disclosure of <u>corporate social responsibility</u> information.</p>	
Article 5	<p>The Company shall formulate <u>sustainable development policies</u> and systems or relevant management guidelines and specific promotion plans by considering the relevance between domestic and foreign <u>sustainable development</u> trends and the core business of the company, and the impact of the company and its group enterprises' overall operation activities on the stakeholders, and shall submit a report to the shareholders' meeting after being approved by the board of directors.</p> <p>The board of directors of the company shall consider and consider the proposals submitted by shareholders concerning <u>sustainable development</u> as proposals submitted by shareholders' meeting.</p>	<p>The Company shall formulate <u>corporate social responsibility</u> and systems or relevant management guidelines and specific promotion plans by considering the relevance between domestic and foreign <u>corporate social responsibility</u> trends and the core business of the company, and the impact of the company and its group enterprises' overall operation activities on the stakeholders, and shall submit a report to the shareholders' meeting after being approved by the board of directors.</p> <p>The board of directors of the company shall consider and consider the proposals submitted by shareholders concerning <u>corporate social responsibility</u> as proposals submitted by shareholders' meeting.</p>	
Article 7	<p>The directors of the company shall exercise the duty of care as a kind manager, urge the enterprise to practice <u>sustainable development</u>, and review its implementation effect and continuous improvement at any time to ensure the implementation of <u>sustainable development</u> policy.</p> <p>The board of directors of the Company shall fully consider the interests of stakeholders in the <u>promotion</u> of <u>sustainable development goals</u>,</p>	<p>The directors of the company shall exercise the duty of care as a kind manager, urge the enterprise to practice <u>social responsibility</u>, and review its implementation effect and continuous improvement at any time to ensure the implementation of <u>corporate social responsibility</u> policy.</p> <p>The board of directors of the Company shall fully consider the interests of stakeholders in the <u>performance</u> of <u>corporate social responsibility</u>,</p>	

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>including the following:</p> <p>I. Propose <u>sustainable development</u> mission or vision, formulate <u>sustainable development</u> policies, systems or related management guidelines.</p> <p>II. Incorporate <u>sustainable development</u> into the company's business activities and development direction, and approve specific plans to promote <u>sustainable development</u>.</p> <p>III. Ensure <u>sustainable development</u> of immediacy and accuracy of information disclosure.</p> <p>The board of Directors shall authorize senior management to deal with economic, environmental and social issues arising from the company's business activities, and report the handling situation to the board of directors. The handling process and relevant responsible personnel shall be specific and clear.</p>	<p>including the following:</p> <p>I. Propose <u>corporate social responsibility</u> mission or vision, formulate <u>corporate social responsibility</u> policies, systems or related management guidelines.</p> <p>II. Incorporate <u>corporate social responsibility</u> into the company's business activities and development direction, and approve specific plans to promote <u>corporate social responsibility</u>.</p> <p>III. Ensure <u>corporate social responsibility</u> of immediacy and accuracy of information disclosure.</p> <p>The board of Directors shall authorize senior management to deal with economic, environmental and social issues arising from the company's business activities, and report the handling situation to the board of directors. The handling process and relevant responsible personnel shall be specific and clear.</p>	
Article 8	<p>The company shall regularly organize education and training to <u>promote sustainable development</u>, including the promotion of items mentioned in item II of the preceding article.</p>	<p>The Company shall regularly organize education and training to <u>fulfill corporate social responsibility</u>, including the promotion of items mentioned in item II of the preceding article.</p>	
Article 9	<p>In order to improve the management of <u>sustainable development</u>, the company shall <u>establish a governance structure to promote sustainable development</u>, and set up a professional (part-time) unit to promote <u>sustainable development</u>, which is responsible for the formulation and implementation of <u>sustainable development</u> policies, systems or related management guidelines and specific promotion plans, and regularly report to the board of Directors.</p> <p>The Company establishes reasonable compensation policies to ensure that compensation plans are in line with the strategic objectives of the organization and the interests of stakeholders.</p> <p>The employee performance appraisal system shall be combined with <u>sustainable development</u> policy, and a clear and effective reward and punishment system shall be established.</p>	<p>In order to improve the management of <u>corporate social responsibility</u>, the company shall be set up a professional (part-time) unit to promote <u>corporate social responsibility</u>, which is responsible for the formulation and implementation of <u>corporate social responsibility</u> policies, systems or related management guidelines and specific promotion plans, and regularly report to the board of directors.</p> <p>The Company establishes reasonable compensation policies to ensure that compensation plans are in line with the strategic objectives of the organization and the interests of stakeholders.</p> <p>The employee performance appraisal system shall be combined with <u>corporate social responsibility</u> policy, and a clear and effective reward and punishment system shall be established.</p>	

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 10	The Company shall respect the interests of interested parties, identify interested parties of the Company, and set up an interested party area on the company website; To understand the legitimate expectations and needs of stakeholders through appropriate means of communication, and to respond appropriately to their important <u>sustainable development</u> concerns.	The Company shall respect the interests of interested parties, identify interested parties of the Company, and set up an interested party area on the company website; To understand the legitimate expectations and needs of stakeholders through appropriate means of communication, and to respond appropriately to their important <u>corporate social responsibility</u> concerns.	
Article 12	The company shall be committed to improving <u>energy efficiency and</u> using recycled materials with low impact on the environment, so that the earth's resources can be sustainably utilized.	The company shall be committed to improving <u>the efficiency of resource utilizationand</u> using recycled materials with low impact on the environment, so that the earth's resources can be sustainably utilized.	
Article 17	<p><u>The Company shall be assess the current and future potential risks and opportunities of climate change and take relevant measures.</u></p> <p><u>The company shall be adopt national and international standards or guidelines to conduct corporate GHG inventory and disclosure, which shall be include:</u></p> <p><u>I. Direct Greenhouse Gas Emission: The greenhouse gas emission source is owned or controlled by the company.</u></p> <p><u>II. Indirect Greenhouse Gas Emissions: An input generated by the use of energy such as electricity, heat, or steam.</u></p> <p><u>III. Other Indirect emissions: Emissions from the activities of the company are not indirect emissions from energy sources but from sources owned or controlled by other companies.</u></p> <p><u>The company shall be make statistics on the amount of water used for greenhouse gas emissions and the total weight of waste, formulate policies for energy saving and carbon reduction, greenhouse gas reduction, water reduction and other waste management, and incorporate the acquisition of carbon rights into the company's carbon reduction strategy planning, and promote it accordingly, so as to reduce the impact of the company's business activities on climate change.</u></p>	(Added)	Article number is adjusted.

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 17 - Article 26	Article 18 - Article 27 (omitted)	Article 17 - Article 26 (omitted)	Article number is adjusted.
Chapter 5	Chapter 5: Enhancing Disclosure of <u>Sustainable Development</u> Information.	Chapter 5: Enhancing Disclosure of <u>Corporate Social Responsibility</u> Information	
Article 27	<p>Article 28</p> <p>The Company shall disclose information in accordance with the relevant laws and regulations and the Code of Practice on corporate governance, and shall fully disclose relevant information of <u>sustainable development</u> that is relevant and reliable in order to enhance information transparency</p> <p>The company discloses <u>sustainable development</u> information as follows:</p> <p>I. The policy, systems or relevant management guidelines, and concrete promotion plans for <u>sustainable development</u> initiatives, as resolved by the board of directors.</p> <p>II. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.</p> <p>III. Goals and measures for realizing the <u>sustainable development</u> initiatives established by the companies, and performance in implementation.</p> <p>IV. Major stakeholders and their concerns.</p> <p>V. Major supplier management and performance information disclosure on major environmental and social issues.</p> <p>VI. Other information relating to <u>sustainable development</u> initiatives.</p>	<p>Article 27</p> <p>The Company shall disclose information in accordance with the relevant laws and regulations and the Code of Practice on corporate governance, and shall fully disclose relevant information of <u>corporate social responsibility</u> that is relevant and reliable in order to enhance information transparency</p> <p>The company discloses <u>corporate social responsibility</u> information as follows:</p> <p>I. The policy, systems or relevant management guidelines, and concrete promotion plans for <u>corporate social responsibility</u> initiatives, as resolved by the board of directors.</p> <p>II. The risks and the impact on the corporate operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.</p> <p>III. Goals and measures for realizing the <u>corporate social responsibility</u> initiatives established by the companies, and performance in implementation.</p> <p>IV. Major stakeholders and their concerns.</p> <p>V. Major supplier management and performance information disclosure on major environmental and social issues.</p> <p>VI. Other information relating to <u>corporate social responsibility</u> initiatives.</p>	<p>1. Article number is adjusted.</p> <p>2. In line with the international development trend, the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies was revised in line with the international development trend and the goal of sustainable development.</p>
Article 28	<p>Article 29</p> <p>In compiling <u>sustainability</u> reports, the Company shall use internationally recognized standards or guidelines to disclose the promotion of <u>sustainable development</u> and shall obtain the assurance or assurance of third parties to enhance the reliability of the information. The content shall be include:</p>	<p>Article 28</p> <p>In compiling <u>corporate social responsibility</u> reports, the Company shall use internationally recognized standards or guidelines to disclose the promotion of <u>corporate social responsibility</u> and shall obtain the assurance or assurance of third parties to enhance the reliability of the information. The content shall be</p>	<p>1. Article number is adjusted.</p> <p>2. In line with the international development trend, the Sustainable Development</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>I. The policy, system, or relevant management guidelines and concrete promotion plans for implementing <u>sustainable development</u> initiatives.</p> <p>II. Major stakeholders and their concerns.</p> <p>III. Results and a review of the exercising of corporate governance, fostering of a sustainable environment, preservation of public welfare and promotion of economic development.</p> <p>IV. Future improvement direction and goals.</p>	<p>include:</p> <p>I. The policy, system, or relevant management guidelines and concrete promotion plans for implementing <u>corporate social responsibility</u> initiatives.</p> <p>II. Major stakeholders and their concerns.</p> <p>III. Results and a review of the exercising of corporate governance, fostering of a sustainable environment, preservation of public welfare and promotion of economic development.</p> <p>IV. Future improvement direction and goals.</p>	<p>Best Practice Principles for TWSE/TPEX Listed Companies was revised in line with the international development trend and the goal of sustainable development.</p>
Article 29	<p>Article 30</p> <p>The company shall at all times monitor the development of domestic and foreign <u>sustainable development</u> standards and the change of business environment so as to examine and improve the company established <u>sustainable development</u> framework and to obtain better results from the implementation of the <u>sustainable development</u> policy.</p>	<p>Article 29</p> <p>The company shall at all times monitor the development of domestic and foreign <u>corporate social responsibility</u> standards and the change of business environment so as to examine and improve the company established <u>corporate social responsibility</u> framework and to obtain better results from the implementation of the <u>corporate social responsibility</u> policy.</p>	

Appendix 5 The Comparison Table of the Amended Provisions of the Corporate Social Responsibility Policy

Jiin Yeeh Ding Enterprise Corp.
The Comparison Table of the Amended Provisions
of the Corporate Social Responsibility Policy

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Code Name	<u>Sustainable development</u> policy	<u>Corporate social responsibility</u> policy	In line with the international development trend, the practice of sustainable development, in accordance with the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies of listed companies.
Article 1	<u>Sustainable development</u> of the company covers sound corporate governance, sustainable environment, social welfare and enhanced disclosure of corporate social responsibility information.	<u>Corporate social responsibility</u> of the company covers sound corporate governance, sustainable environment, social welfare and enhanced disclosure of corporate social responsibility information.	
Article 2	The company has set up a " <u>Sustainable Development Promotion Committee</u> " under the board of directors, chaired by the general Manager and chaired by the convenor.	The company has set up a " <u>Corporate Social Responsibility Promotion Committee</u> " under the board of directors, chaired by the general Manager and chaired by the convenor.	
Article 3	<u>Sustainable development</u> Major policy contents The company pursues <u>sustainable development</u> and pays attention to the rights and interests of stakeholders. While pursuing sustainable operation and profits, the company attaches importance to environmental, social and corporate governance factors and integrates them into its management policy and operation activities.	<u>Corporate social responsibility</u> Major policy contents The company pursues <u>corporate social responsibility</u> and pays attention to the rights and interests of stakeholders. While pursuing sustainable operation and profits, the company attaches importance to environmental, social and corporate governance factors and integrates them into its management policy and operation activities.	
Article 3-corporate governance	<ul style="list-style-type: none"> • Implement and promote "corporate governance" : <ul style="list-style-type: none"> • Identify, respect and respond to stakeholders. • Risk management at all levels of <u>sustainable development</u>. • Policy statement on the function of the board and <u>sustainable development</u>. • Level the playing field. • Education promotion and performance appraisal. 	<ul style="list-style-type: none"> • Implement and promote "corporate governance" : <ul style="list-style-type: none"> • Identify, respect and respond to stakeholders. • Risk management at all levels of <u>social responsibility</u>. • Policy statement on the function of the board and <u>corporate social responsibility</u>. • Level the playing field. • Education promotion and performance appraisal. 	
Article 3-technologies for the public	<ul style="list-style-type: none"> • Maintain "social welfare" : <ul style="list-style-type: none"> • Employee rights, employee work safety and health, employee career planning, communication channels with employees, 	<ul style="list-style-type: none"> • Maintain "social welfare" : <ul style="list-style-type: none"> • Employee rights, employee work safety and health, employee career planning, communication channels with employees, 	

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>committed to creating a happy enterprise, and good <u>sustainable development</u> to promote social welfare care.</p> <ul style="list-style-type: none"> • Community cooperation and prosperity. 	<p>committed to creating a happy enterprise, and good <u>corporate social responsibility</u> to promote social welfare care.</p> <ul style="list-style-type: none"> • Community cooperation and prosperity. 	
Article 3-financial transparency and information disclosure	<ul style="list-style-type: none"> •Enhanced <u>sustainable development</u> "information disclosure": <ul style="list-style-type: none"> • Disclosure of <u>sustainable development</u> performance information. • Information disclosure in accordance with relevant laws and regulations to enhance information transparency. 	<ul style="list-style-type: none"> •Enhanced <u>corporate social responsibility</u> "information disclosure": <ul style="list-style-type: none"> • Disclosure of <u>corporate social responsibility</u> performance information. • Information disclosure in accordance with relevant laws and regulations to enhance information transparency. 	

Appendix 6. CPAs' Audit Report and 2021 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, 2021 and 2020, 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, 2021 and 2020, 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 audits 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the 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 note 4(g) "Inventories", note 5(a) "Valuation of inventories" and note 6(e) "Inventories" to the financial statements.

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. 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) "Revenue" and note 6(s) "Revenue from contracts with customers" to the financial statements.

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.

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 30, 2022

Notes to Readers

The accompanying financial statements are intended only to present the financial position, financial performance and 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 financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' report and the accompanying 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 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, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2021		December 31, 2020		Liabilities and Equity		December 31, 2021		December 31, 2020	
		Amount	%	Amount	%			Amount	%	Amount	%
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note 6(a))	\$ 562,987	19	470,562	17	2120	Current financial liabilities at fair value through profit or loss (note 6(b))	3,015	-	19,347	1
1110	Current financial assets at fair value through profit or loss (note 6(b)(l))	-	-	393	-	2170	Notes payable and trade payables	104,039	4	135,351	5
1150	Notes receivable, net (note 6(c))	92	-	74	-	2181	Accounts payable to related parties (note 7)	5,225	-	7,778	-
1170	Trade receivables, net (note 6(c))	171,015	6	152,573	6	2200	Other payables	89,352	3	67,901	3
1180	Accounts receivable due from related parties, net (note 6(c) and 7)	23,067	1	54,419	2	2220	Other payables to related parties (note 7)	108	-	125	-
1200	Other receivables (note 6(d))	11,042	-	17,601	1	2230	Current tax liabilities (notes 6(o))	85,637	3	48,482	2
1210	Other receivables due from related parties, net (note 6(d) and 7)	71,827	2	3,372	-	2281	Current lease liabilities-non related parties (note 6(m))	2,894	-	3,208	-
130X	Inventories (notes 6(e))	332,710	11	366,915	13	2282	Current lease liabilities-related parties (note 6(m) and 7)	1,110	-	1,094	-
1476	Other current financial assets (note 6(i), 7 and 8)	138,957	5	277,907	10	2321	Bonds payable, current portion (notes 6(l), 7 and 8)	-	-	67,987	2
1479	Other current assets (note 7)	61,496	2	38,228	1	2399	Other current liabilities	951	-	892	-
		<u>1,373,193</u>	<u>46</u>	<u>1,382,044</u>	<u>50</u>			<u>292,331</u>	<u>10</u>	<u>352,165</u>	<u>13</u>
Non-current assets:						Non-Current liabilities:					
1510	Non-current financial assets at fair value through profit or loss (note 6(b))	103,054	3	96,168	4	2570	Deferred tax liabilities (note 6(o))	-	-	219	-
1550	Investments accounted for using equity method (note 6(f))	1,137,511	38	1,012,098	36	2581	Lease liabilities-non related parties (notes 6(m))	10,326	-	12,096	-
1600	Property, plant and equipment (notes 6(g) and 8)	289,544	10	234,445	8	2582	Lease liabilities-related parties (note 6(m) and 7)	4,819	-	5,929	-
1755	Right-of-use assets (note 6(h))	18,833	1	22,100	1	2600	Other non-current liabilities (notes 6(n))	673	-	1,884	-
1780	Intangible assets	510	-	510	-			<u>15,818</u>	<u>-</u>	<u>20,128</u>	<u>-</u>
1840	Deferred tax assets (note 6(o))	1,943	-	5,064	-		Total liabilities	<u>308,149</u>	<u>10</u>	<u>372,293</u>	<u>13</u>
1980	Other non-current financial assets (notes 6(i) and 8)	33,793	1	1,632	-		Equity attributable to owners of parent (notes 6(p)(q)):				
1990	Other non-current assets	26,176	1	23,569	1	3100	Share capital	1,199,227	40	1,161,829	42
		<u>1,611,364</u>	<u>54</u>	<u>1,395,586</u>	<u>50</u>	3200	Capital surplus	811,254	27	780,567	28
						3300	Retained earnings	736,007	25	516,240	19
						3400	Other equity interest	(70,080)	(2)	(53,299)	(2)
							Total equity attributable to owners of parent	<u>2,676,408</u>	<u>90</u>	<u>2,405,337</u>	<u>87</u>
							Total equity	<u>2,676,408</u>	<u>90</u>	<u>2,405,337</u>	<u>87</u>
Total assets		<u>\$ 2,984,557</u>	<u>100</u>	<u>2,777,630</u>	<u>100</u>	Total liabilities and equity		<u>\$ 2,984,557</u>	<u>100</u>	<u>2,777,630</u>	<u>100</u>

See accompanying notes to parent company only financial statements.

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, 2021 and 2020
(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)	\$ 2,358,081	100	2,216,496	100
5000 Operating costs (notes 6(e), 7 and 12)	1,788,280	76	1,801,766	81
5900 Gross profit from operations	569,801	24	414,730	19
6000 Operating expenses (notes 6(c)(n)(t), 7 and 12):				
6100 Selling expenses	40,861	2	32,220	1
6200 Administrative expenses	119,859	5	99,792	5
6300 Research and development expenses	2,183	-	2,144	-
6450 Impairment loss (Impairment gain and reversal of impairment loss) determined in accordance With IFRS 9	29	-	(51)	-
Total operating expenses	162,932	7	134,105	6
6900 Net operating income	406,869	17	280,625	13
7000 Non-operating income and expenses:				
7010 Other income (note 6(u) and 7)	11,200	-	11,003	-
7020 Other gains and losses, net (notes 6(b)(u))	(35,761)	(2)	(48,813)	(2)
7050 Finance costs (notes 6(u) and 7)	(732)	-	(3,827)	-
7060 Share of profit of associates accounted for using equity method (note 6(f))	101,660	4	50,121	2
7100 Interest income (note 6(u) and 7)	2,348	-	2,815	-
Total non-operating income and expenses	78,715	-	11,299	-
Profit before income tax	485,584	19	291,924	13
7950 Less: Income tax expenses (note 6(o))	74,436	3	43,552	2
Profit	411,148	16	248,372	11
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 (note 6(n))	323	-	(170)	-
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	174	-	10	-
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	497	-	(160)	-
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	(16,781)	(1)	(16,807)	(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	(16,781)	(1)	(16,807)	(1)
8300 Other comprehensive income	(16,284)	(1)	(16,967)	(1)
8500 Total comprehensive income	<u>\$ 394,864</u>	<u>15</u>	<u>\$ 231,405</u>	<u>10</u>
Basic earnings per share (NT dollars) (note 6(r))				
9750 Basic earnings per share	<u>\$ 3.47</u>		<u>2.48</u>	
9850 Diluted earnings per share	<u>\$ 3.43</u>		<u>2.11</u>	

See accompanying notes to parent company only financial statements.

(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, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	Share Capital			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	Treasury shares	Total equity
Balance at January 1, 2020	\$ 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	248,512	(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:													
Due to recognition of equity component of convertible bonds issued	-	-	-	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
Profit	-	-	-	-	-	-	411,148	411,148	-	-	-	-	411,148
Other comprehensive income	-	-	-	-	-	-	497	497	(16,781)	-	(16,781)	-	(16,284)
Total comprehensive income	-	-	-	-	-	-	411,645	411,645	(16,781)	-	(16,781)	-	394,864
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	-	24,311	-	(24,311)	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	16,807	(16,807)	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(191,878)	(191,878)	-	-	-	-	(191,878)
Conversion of convertible bonds	267,377	(230,479)	36,898	30,777	-	-	-	-	-	-	-	-	67,675
Share-based payments	500	-	500	(90)	-	-	-	-	-	-	-	-	410
Balance at December 31, 2021	\$ 1,199,227	-	1,199,227	81,254	153,778	53,299	528,930	736,007	(65,285)	(4,795)	(70,080)	-	2,676,408

See accompanying notes to parent company only financial statements.

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

Jiin Yeeh Ding Enterprise Corp.

Statements of Cash Flows

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	<u>2021</u>	<u>2020</u>
Cash flows from operating activities:		
Profit before tax	\$ 485,584	291,924
Adjustments:		
Adjustments to reconcile profit:		
Depreciation expense	15,883	13,010
Amortization expense	205	128
Expected credit loss (gain)	29	(51)
Net loss on financial assets or liabilities at fair value through profit or loss	20,771	31,139
Interest expense	732	3,827
Interest income	(2,348)	(2,815)
Dividend income	(4,004)	(5,093)
Share of profit of associates accounted for using equity method	(101,660)	(50,121)
Unrealized foreign exchange loss	3,443	960
Total adjustments to reconcile profit	<u>(66,959)</u>	<u>(9,016)</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Financial assets at fair value through profit or loss	-	(32,405)
Notes receivables	(18)	(74)
Trade receivables	(19,398)	(40,706)
Accounts receivable due from related parties	(39,051)	(52,188)
Other receivables	(19,709)	(35,491)
Inventories	34,205	(59,818)
Other current assets	(23,349)	2,416
Total changes in operating assets	<u>(67,320)</u>	<u>(218,266)</u>
Changes in operating liabilities:		
Financial liabilities at fair value through profit or loss	(43,963)	12,829
Notes payables	-	(8)
Trade payables	(31,240)	46,445
Accounts payable to related parties	(2,553)	2,189
Other payables	21,506	17,796
Other payable to related parties	(17)	(9)
Other current liabilities	59	50
Other operating liabilities	(708)	(864)
Total adjustments	<u>(191,195)</u>	<u>(148,854)</u>

See accompanying notes to parent company only financial statements.

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

Jiin Yeeh Ding Enterprise Corp.

Statements of Cash Flows(CONT' D)

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	<u>2021</u>	<u>20120</u>
Cash inflow generated from operations	294,389	143,070
Interest received	2,348	2,815
Interest paid	(732)	(3,863)
Income taxes paid	(8,030)	(5,105)
Net cash flows from operating activities	<u>287,975</u>	<u>136,917</u>
Cash flows from (used in) investing activities:		
Acquisition of investments accounted for using equity method	(50,000)	(50,000)
Acquisition of property, plant and equipment	(66,372)	(52,406)
Decrease in other receivables due from related parties	-	68,613
Acquisition of intangible assets	(205)	(548)
Decrease (increase) in other financial assets	106,159	(12,003)
Increase in other non-current assets	-	(20,760)
(Increase) decrease in prepayments for business facilities	(2,607)	57
Dividends received	13,644	5,093
Net cash flows (used in) from investing activities	<u>619</u>	<u>(61,954)</u>
Cash flows from (used in) financing activities:		
Decrease in short-term loans	-	(74,000)
(Decrease) increase in guarantee deposits received	(180)	420
Payment of lease liabilities	(4,521)	(3,502)
Cash dividends paid	(191,878)	(115,682)
Proceeds from exercise of employee stock options	410	1,236
Cost of increase in treasury stock	-	(60,294)
Net cash flows used in financing activities	<u>(196,169)</u>	<u>(251,822)</u>
Net increase (decrease) in cash and cash equivalents	92,425	(176,859)
Cash and cash equivalents at beginning of period	<u>470,562</u>	<u>647,421</u>
Cash and cash equivalents at end of period	<u>\$ 562,987</u>	<u>470,562</u>

See accompanying notes to parent company only financial statements.

Appendix 7. CPAs' Audit Report and 2021 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, 2021 and 2020, 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, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and 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 audits 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. 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

Refer to Notes 4(h) “Inventories”, Note 5(a) “Valuation of inventories” and Note 6(e) “Inventories” to the consolidated financial statements.

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. 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

Refer to Note 4(o) “Revenue” and Note 6(v) “Revenue from contracts with customers” to the consolidated financial statements.

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. .

Other Matter

Jiin Yeeh Ding Enterprise Corp. has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2021 and 2020, 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, interpretation as well as related guidance endorsed 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 30, 2022

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.

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

Jiin Yeeh Ding Enterprise Corp. and subsidiaries
Consolidated Statements of Comprehensive Income
For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)

		2021		2020	
		Amount	%	Amount	%
4000	Operating revenues (note 6(v))	\$ 3,409,843	100	2,820,810	100
5000	Operating costs (notes 6(e), and 12)	2,655,109	78	2,337,275	83
5900	Gross profit from operations	754,734	22	483,535	17
6000	Operating expenses (notes 6(c)(d)(p)(q)(w) and 12):				
6100	Selling expenses	42,257	1	33,748	1
6200	Administrative expenses	157,687	5	134,636	5
6300	Research and development expenses	2,183	-	2,144	-
	(Impairment gain and reversal of impairment loss) and impairment loss determined in accordance				
6450	With IFRS 9	(155)	-	315	-
	Total operating expenses	201,972	6	170,843	6
6900	Net operating income	552,762	16	312,692	11
7000	Non-operating income and expenses:				
7010	Other income (note 6(x))	19,045	1	19,348	1
7020	Other gains and losses, net (notes 6(b)(x)(y))	(24,949)	(1)	(55,858)	(2)
7050	Finance costs (notes 6(x) and 7)	(1,493)	-	(6,338)	-
7060	Share of profit of associates accounted for using equity method (note 6(g))	(2,034)	-	(735)	-
7100	Total interest income (note 6(x))	2,054	-	3,066	-
	Total non-operating income and expenses	(7,377)	-	(40,517)	(1)
	Profit before income tax	545,385	16	272,175	10
7950	Less: Income tax expenses (note 6(q))	95,412	3	55,633	2
	Profit from continuing operations	449,973	13	216,542	8
	(Loss) profit from discontinued operations:				
8101	(Loss) profit from discontinued operations, net of tax	(46,995)	(1)	38,527	1
	Profit	402,978	12	255,069	9
8300	Other comprehensive income:				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Gains (losses) on remeasurements of defined benefit plans	323	-	(170)	-
8320	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	174	-	(10)	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
	Items that will not be reclassified subsequently to profit or loss	497	-	(160)	-
8360	Items that will be reclassified subsequently to profit or loss				
8361	Exchange differences on translation	(17,069)	(1)	(16,152)	(1)
8399	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	(17,069)	(1)	(16,152)	(1)
8300	Other comprehensive income	(16,572)	(1)	(16,312)	(1)
8500	Total comprehensive income	\$ 386,406	11	238,757	8
	Profit (loss), attributable to:				
8610	Owners of parent	\$ 411,148	12	248,372	9
8620	Non-controlling interests	(8,170)	-	6,697	-
		\$ 402,978	12	255,069	9
	Comprehensive income attributable to:				
8710	Owners of parent	\$ 394,864	11	231,405	8
8720	Non-controlling interests	(8,458)	-	7,352	-
		\$ 386,406	11	238,757	8
	Basic earnings per share (NT dollars) (note 6(u))				
9710	Basic earnings (losses) per share from continuing operations	\$ 3.87		2.10	
9720	Basic earnings (losses) per share from discontinued operations	(0.40)		0.38	
9750	Total basic earnings per share	\$ 3.47		2.48	
	Diluted earnings (losses) per share (NT dollars) (note 6(u))				
9810	Diluted earnings (losses) per share from continuing operations	\$ 3.82		1.78	
9820	Diluted earnings (losses) per share from discontinued operations	(0.39)		0.33	
9850	Diluted earnings per share	\$ 3.43		2.11	

See accompanying notes to consolidated financial statements.

(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, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent												Non-controlling interests	Total equity	
	Share Capital			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	Treasury shares			Total equity attributable to owners of parent
Balance at January 1, 2020	\$ 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	6697	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	-	-	-	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
Profit (loss)	-	-	-	-	-	-	411,148	411,148	-	-	-	-	411,148	(8,170)	402,978
Other comprehensive income	-	-	-	-	-	-	497	497	(16,781)	-	(16,781)	-	(16,287)	(288)	(16,572)
Total comprehensive income	-	-	-	-	-	-	411,645	411,645	(16,781)	-	(16,781)	-	394,864	(8,458)	386,406
Appropriation and distribution of retained earnings:															
Legal reserve appropriated	-	-	-	-	24,311	-	(24,311)	-	-	-	-	-	-	-	-
Special reserve appropriated	-	-	-	-	-	16,807	(16,807)	-	-	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	-	-	(191,878)	(191,878)	-	-	-	-	(191,878)	-	(191,878)
Conversion of convertible bonds	267,377	(230,479)	36,898	30,777	-	-	-	-	-	-	-	-	67,675	-	67,675
Share-based payments	500	-	500	(90)	-	-	-	-	-	-	-	-	410	-	410
Balance at December 31, 2021	\$ 1,199,227	-	1,199,227	811,254	153,778	53,299	528,930	736,007	(65,285)	(4,795)	(70,080)	-	2,676,408	29,131	2,705,539

See accompanying notes to parent company only financial statements.

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

Jiin Yeeh Ding Enterprise Corp. and subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	<u>2020</u>	<u>2019</u>
Cash flows from operating activities:		
Profit from continuing operations before tax	\$ 545,385	272,175
(Loss) profit from discontinued operations before tax	(46,995)	23,757
Profit before tax	<u>498,390</u>	<u>295,932</u>
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	61,914	58,978
Amortization expense	209	132
Expected credit loss	(160)	320
Net loss on financial assets or liabilities at fair value through profit or loss	10,569	31,139
Interest expense	3,540	9,516
Interest income	(2,137)	(3,119)
Dividend income	(4,004)	(5,093)
Share of loss of associates accounted for using equity method	2,034	735
Loss from disposal of property, plant and equipment	23	2,994
Reversal of impairment loss on non-financial assets	-	(12,845)
Unrealized foreign exchange (gain) loss	(9,664)	(3,201)
Total adjustments to reconcile profit	<u>62,324</u>	<u>79,556</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)
Notes receivables	(29)	642
Trade receivables	30,046	42,196
Other receivables	(26,518)	(39,113)
Inventories	(54,834)	14,747
Prepayments	32,465	84,190
Other current assets	(33,669)	(2,529)
Total changes in operating assets	<u>(52,540)</u>	<u>67,728</u>
Changes in operating liabilities:		
Financial liabilities at fair value through profit or loss	(43,963)	12,829
Notes payables	-	(1,698)
Trade payables	621	(37,727)
Other payables	20,959	47,772
Other current liabilities	39,726	(54,685)
Other operating liabilities	(550)	(856)
Total changes in operating liabilities	<u>16,793</u>	<u>(34,365)</u>
Total changes in operating assets and liabilities	<u>(35,747)</u>	<u>33,363</u>
Total adjustments	<u>26,577</u>	<u>112,919</u>

See accompanying notes to parent company only financial statements.

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

Jiin Yeeh Ding Enterprise Corp. and subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2021 and 2020

(Expressed in Thousands of New Taiwan Dollars)

	<u>2021</u>	<u>2020</u>
Cash inflow generated from operations	524,967	408,851
Interest received	2,137	3,119
Interest paid	(3,818)	(9,661)
Income taxes paid	(8,906)	(5,652)
Net cash flows from operating activities	<u>514,380</u>	<u>396,657</u>
Cash flows from (used in) investing activities:		
Acquisition of financial assets at fair value through profit or loss	(38,884)	-
Acquisition of property, plant and equipment	(74,324)	(60,412)
Acquisition of intangible assets	(5,992)	(548)
Decrease (increase) in other financial assets	122,270	(51,884)
Increase in other non-current assets	-	(20,760)
Increase in prepayments for business facilities	(2,763)	(2,098)
Dividends received	4,004	5,093
Net cash flows from (used in) investing activities	<u>4,311</u>	<u>(130,609)</u>
Cash flows from (used in) financing activities:		
Decrease in short-term loans	(81,226)	(185,348)
Proceeds from long-term debt	-	30,000
Repayments of long-term debt	-	(30,000)
Increase in guarantee deposits received	27,332	1,276
Payment of lease liabilities	(10,476)	(9,562)
Cash dividends paid	(191,878)	(115,682)
Proceeds from exercise of employee stock options	410	1,236
Cost of increase in treasury stock	-	(60,294)
Net cash flows used in financing activities	<u>(255,838)</u>	<u>(368,374)</u>
Effect of exchange rate changes on cash and cash equivalents	(10,131)	(17,075)
Net increase (decrease) in cash and cash equivalents	252,722	(119,401)
Cash and cash equivalents at beginning of period	<u>677,192</u>	<u>796,593</u>
Cash and cash equivalents at end of period	<u>\$ 929,914</u>	<u>677,192</u>
Components of cash and cash equivalents		
Cash and cash equivalents reported in the statement of financial position	\$ 916,278	677,192
Reclassification to (non-current) assets (or disposal groups) held for sale	13,636	-
Cash and cash equivalents at end of period	<u>\$ 929,914</u>	<u>677,192</u>

See accompanying notes to parent company only financial statements.

Appendix 8. The Comparison Table of the Amended Provisions of the Acquisition or Disposal of Assets Management Procedures

Jiin Yeeh Ding Enterprise Corp.

The Comparison Table of the Amended Provisions of the Acquisition or Disposal of Assets Management Procedures

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 6	<p>The valuation report acquired by the Company or the opinion written by the professional valuer and his or her assessor the accounting lawyer or the securities underwriter shall meet the following requirements:</p> <p>I - II. Omitted</p> <p>III. If the company should acquire the appraisal reports of more than two professional appraisers, the appraisers or appraisers of different professions shall not be related to each other or have substantial relationship with each other. The personnel referred to in the preceding paragraph shall handle the appraisal report or opinion according to <u>the self-discipline standards of the trade association to which they belong and</u> the following matters:</p> <p>I. Before accepting a case, one should carefully evaluate one's own professional ability, practical experience and independence.</p> <p>II. <u>During</u> the execution of cases, appropriate procedures shall be properly planned and implemented so as to form conclusions and issue reports or opinions based on them; And the implementation of the procedures, data collection and conclusions are detailed in the case working paper.</p> <p>III. The <u>appropriateness</u> and reasonableness of the data sources, parameters and information used shall be evaluated item by item, so as to serve as the basis for issuing valuation reports or opinions.</p> <p>IV. The declaration shall include the professionalism and independence of the relevant personnel, the assessment that the information used is appropriate and reasonable, and the compliance with relevant laws and regulations.</p>	<p>The valuation report acquired by the Company or the opinion written by the professional valuer and his or her assessor the accounting lawyer or the securities underwriter shall meet the following requirements:</p> <p>I - II. Omitted</p> <p>III. If the company should acquire the appraisal reports of more than two professional appraisers, the appraisers or appraisers of different professions shall not be related to each other or have substantial relationship with each other. The personnel referred to in the preceding paragraph shall handle the appraisal report or opinion according to the following matters:</p> <p>I. Before accepting a case, one should carefully evaluate one's own professional ability, practical experience and independence.</p> <p>II. <u>Check</u> the execution of cases, appropriate procedures shall be properly planned and implemented so as to form conclusions and issue reports or opinions based on them; And the implementation of the procedures, data collection and conclusions are detailed in the case working paper.</p> <p>III. The <u>completeness, correctness and</u> reasonableness of the data sources, parameters and information used shall be evaluated item by item, so as to serve as the basis for issuing valuation reports or opinions.</p> <p>IV. The declaration shall include the professionalism and independence of the relevant personnel, the assessment that the information used is reasonable <u>and correct</u>, and the compliance with relevant laws and regulations.</p>	<p>In accordance with FSC Letter No. 1110380465 dated January 28, 2022</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 7	<p>I. Assessment and operation procedures The acquisition or disposal of real estate and equipment shall be handled according to the company's <u>internal control procedures for real estate, plant and equipment circulation</u>.</p> <p>II - III. Omitted.</p> <p>IV. Real estate or equipment appraisal report (I) - (II) omitted (III) Professional quoter of appraisal result under any of the following circumstances, in addition to the assets valuation results are higher than transaction amount, or dispose of assets valuation results are below the transaction amount, should contact please certified public accountants for the differences between the cause and the market price of proper sex said specific advice: 1. The difference between the valuation result and the transaction amount is more than 20 percent of the transaction amount. 2. The difference between the appraisal results of two or more professional appraisers is more than 10 percent of the transaction amount. (IV)-(V)Omitted</p>	<p>I. Assessment and operation procedures The acquisition or disposal of real estate and equipment shall be handled according to the company's <u>fixed assets circulation procedures of the company's internal control system</u>.</p> <p>II - III. Omitted.</p> <p>IV. Real estate or equipment appraisal report (I) - (II) Omitted (III) Professional quoter of appraisal result under any of the following circumstances, in addition to the assets valuation results are higher than transaction amount, or dispose of assets valuation results are below the transaction amount, should contact please certified public accountants for <u>according to the accounting research development foundation, the auditing standards issued by the bulletin NO.20 regulations, and</u> the differences between the cause and the market price of proper sex said specific advice: 1. The difference between the valuation result and the transaction amount is more than 20 percent of the transaction amount. 2. The difference between the appraisal results of two or more professional appraisers is more than 10 percent of the transaction amount. (IV)-(V) Omitted</p>	<p>1. In accordance with international Financial Reporting Standards (IFRS), "fixed assets" shall be amended to "real estate, plant and equipment", with appropriate textual amendments.</p> <p>2. In accordance with FSC Letter No. 1110380465 dated January 28, 2022</p>
Article 8	<p>I - III. Omitted IV. Acquire expert advice (I) The company trading amount of paid-in capital 20 percent or NT\$300 million or above, and shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price. However, this restriction does not apply if the securities are quoted publicly in an active market or otherwise provided by the Financial Supervisory Commission. (II) Omitted</p>	<p>I - III. Omitted IV. Acquire expert advice (I) The company trading amount of paid-in capital 20 percent or NT\$300 million or above, and shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price, <u>accounting for the experts reporter, in accordance with the auditing standards issued by the accounting research and development foundation bulletin No.20 regulations</u>. However, this restriction does not apply if the securities are quoted publicly in an active market or otherwise provided by the Financial Supervisory Commission. (II) Omitted</p>	<p>In accordance with FSC Letter No. 1110380465 dated January 28, 2022</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
Article 9	<p>I. Omitted</p> <p>II. Assessment and operation procedures The company acquires or disposes of real estate or its right-of-use assets <u>(regardless of amount)</u> from related parties, or acquires or disposes of real estate or other assets other than its right-of-use assets from related parties, and the transaction amount is up to 20 percent of the paid-in capital of the company, 10 percent of the total assets or more than NT \$300 million, the following information shall be submitted to the audit committee and the board of directors for approval before the transaction contract is signed and payment made: (I)-(VII) Omitted <u>The company and subsidiaries, or its directly or indirectly holds 100 percent of the issued shares or capital subsidiary company engaged in the following trading between each other, the board of directors in accordance with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" authorized third paragraph of article VII, paragraph I of the chairman of the board of directors within a certain amount of first line and then report the most recent board subsequent ratification:</u> <u>(I) To acquire or dispose of equipment for business use or its right-of-use assets.</u> <u>(II) Acquire or dispose of assets of real estate use right for business use.</u> After setting up independent directors, the company shall fully consider the opinions of the independent directors when submitting the transaction of acquired or disposed assets to the board of directors for discussion in accordance with the provisions of the preceding paragraph. If the independent directors have any objections or reservations, they shall record them in the board of directors' record. <u>If the Company or one of its subsidiaries which is not a domestic public offering company has the first transaction, and the transaction amount</u></p>	<p>I. Omitted</p> <p>II. Assessment and operation procedures The company acquires or disposes of real estate or its right-of-use assets from related parties, or acquires or disposes of real estate or other assets other than its right-of-use assets from related parties, and the transaction amount is up to 20 percent of the paid-in capital of the company, 10 percent of the total assets or more than NT \$300 million, the following information shall be submitted to the audit committee and the board of directors for approval before the transaction contract is signed and payment made: (I)-(VII) Omitted (added) The calculation of the transaction amounts referred to the preceding paragraph shall be in accordance with Article 31, paragraph 2 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies", and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the board of directors and recognized by the supervisors need not be counted toward the transaction amount. After setting up independent directors, the company shall fully consider the opinions of the independent directors when submitting the transaction of acquired or disposed assets to the board of directors for discussion in accordance with the provisions of the preceding paragraph. If the independent directors have any objection or reservation, they shall record them in the board of directors' record. (added)</p>	<p>1. The chairman of the board of directors may be authorized to handle in advance the acquisition or disposal of equipment, or its right-of-use assets or right-of-use assets of real estate for business use between the parent company and the subsidiary company or between the subsidiaries directly and indirectly held by 100 percent. 2. To amend the provision that major related party transactions shall be approved by the shareholders' meeting in advance, but to relax the provisions of the shareholders' meeting for transactions between the parent company and its subsidiary company in consideration of the overall business</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>is more than 10 percent of the total assets of the Company, the Company shall submit all the information listed in the first paragraph to the shareholders' meeting for approval before signing the transaction contract and making the payment. However, transactions between the company and its subsidiaries or between its subsidiaries shall not be subject to this restriction.</p> <p>The calculation of the transaction amounts referred to in paragraph 1 and the preceding paragraph shall be in accordance with Article 31, paragraph 2 of the "public company or dispose of assets management guidelines", and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been approved by the shareholders meeting or board of directors and recognized by the supervisors need not be counted toward the transaction amount.</p> <p>III. Omitted</p>	<p>III. Omitted</p>	<p>planning needs of each other.c 3.In accordance with FSC Letter No. 1110380465 dated January 28, 2022</p>
Article 10	<p>I. Assessment and operation procedures The company's acquisition or disposal of membership cards or intangible assets shall be handled according to the company's <u>internal control procedures for real estate, plant and equipment circulation</u>.</p> <p>To acquire or dispose of membership cards, relevant price information shall be collected in advance, and price comparison or negotiation shall be adopted. To acquire or dispose of intangible assets, relevant price information shall be collected in advance and the transaction price shall be determined by careful evaluation of relevant laws and contracts.</p> <p>II - III. Omitted</p> <p>IV. Mmembership card or intangible asset expert evaluation opinion report 1 - 2. Omitted</p> <p>3. If the transaction amount of membership card or intangible asset acquired or disposed of by the company amounts to 20 percent of the paid-in capital of the company or exceeds NT \$300 million, and shall engage a</p>	<p>I. Assessment and operation procedures The company's acquisition or disposal of membership cards or intangible assets shall be handled according to the company's <u>fixed assets circulation procedures of the company's internal control system</u>.</p> <p>To acquire or dispose of membership cards, relevant price information shall be collected in advance, and price comparison or negotiation shall be adopted. To acquire or dispose of intangible assets, relevant price information shall be collected in advance and the transaction price shall be determined by careful evaluation of relevant laws and contracts.</p> <p>II - III. Omitted</p> <p>IV. Membership card or intangible asset expert evaluation opinion report 1 - 2. Omitted</p> <p>3. If the transaction amount of membership card or intangible asset acquired or disposed of by the company amounts to 20 percent of the paid-in capital of the company or exceeds NT \$300 million, and shall engage a</p>	<p>1. In accordance with international Financial Reporting Standards (IFRS), "fixed assets" shall be amended to "real estate, plant and equipment", with appropriate textual amendments. 2. In accordance with FSC Letter No. 1110380465 dated January 28, 2022</p>

No.	After Amendment	Before Amendment	Reference and reason for the amendment
	<p>certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price.</p> <p>V. Omitted</p>	<p>certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price, <u>accountants and should be in accordance with the accounting research and development foundation of the auditing standards bulletin NO.20 regulations.</u></p> <p>V. Omitted</p>	

Appendix 9. List of Candidates for Director and Independent Directors

List of Candidates for Director :

Categories of candidates	Name	Number of shareholding	Major Education (Experience)
Director	Yeeh Ding Corp.	14,659,277	None
	Representative: Chuang, Ching-Chi	2,318,610	Graduated from Chemical Engineering National Hualien Industrial Vocational Senior High School Leading Foreman, Taiwan Fertilizer Co., Ltd. Hsinchu Factory Director, Taiwan Waste Removal Association The 1st, 2nd President, Hsinchu Waste Removal Association Member, Hsinchu Industrial Development investment Committee Chairman, Jiin Yeeh Ding Enterprise Corp. Director, Yeeh Ding Corp. Director, Helui Investment Co., Ltd. Chairman, Lianyungang Rongding Metal Co., Ltd.
Director	Chuang, Jui-Yang	6,654,892	Graduated from physics department of Fu Jen Catholic University Deputy General Manager, Grand Tone Enterprise Company Limited Supervisor, Geneaid Biotech Ltd. General Manager, Jiin Yeeh Ding Enterprise Corp. General manager of Grand Tone Enterprise Company Limited Chairman, Yuanlong Investment Co., Ltd. Director, Yeeh Ding Corp. Director, Herui Investment Co., Ltd. Director, Su Fong Enterprise Co., Ltd. Director, Lianyungang Rongding Metal Co., Ltd. Director, Chung Tai Resource Technology Corp.
Director	Chuang, Jui-Chin	5,039,098	MBA, University of California Finance Manager, Dongfanglongzhong Medicine Co. Ltd. Deputy General Manager of Management, Jiin Yeeh Ding Enterprise Corp. Chairman, Yeeh Ding Corp. Chairman, Helui Investment Co., Ltd. Chairman, Mingrui Co., Ltd. Director, Lianyungang Rongding Metal Co., Ltd.
Director	Yeeh Ding Corp.	14,659,277	None
	Representative: Fan, Chen-Chun	92,981	Graduated from business Management Research Institute of Tatung University (MBA) Deputy General Manager, Yuanta Securities Company Deputy General Manager, Yuanfu Securities Investment Consultant Co., Ltd. Independent Director, Hantic Precision Technology, Inc. Director, Loop Telecommunication International Inc. Director, Hyweb Technology Co., Ltd. Supervisor, International Carbide Technology Co., Ltd.

Categories of candidates	Name	Number of shareholding	Major Education (Experience)
Director	Cheng, Kuang-Chieh	0	EMBA Management Department, Taipei Tech France Aterlier 17 Contre Point Art Department, NTUA Director, High Quality International Engineering Co., Ltd Congressional Aide, Legislative Yuan Chairman, Binghua Housheng Industry Co., Ltd. Director, Hwa Chih Glass Corporation Executive Director, Taiwan Resource Recycling Industry Association Executive Director, Taoyuan County Tao Ke Huan Ke Da Tan Industrial Zone Joint Manufacturers Association Member, Crime Correction Association of the Republic of China General Manager, China Electric Mfg. Corp. Supervisor, Industrial Relations Association of the Republic of China Chairman , Chase Sustainability Technology Co., Ltd. Chairman, Ameba Capital Chairman, Chung Tai Resource Technology Corp. Chairman, Zhejiang Taiwei Environmental Technology Co., Ltd. Director, Chase Sustainability Technology Co., Ltd. Director, Cleanaway Company Limited Supervisor, Top-Comment Resources Company Limited
Director	Huang, Jih-Tung	3,501,000	Graduated from Civil Engineering, Nanya Institute of Technology Supervisor, jazz hipster corporation Supervisor, Zilltek Technology Corp. Chairman, Dafu Environmental Protection Technology Co. Ltd. Director, Fortune Famous Investment Limited
Director	Peng, Cheng-Pin	489,594	Ta Hwa University of Science and Technology General Manager, Hung Chiao construction Principal, Hung Chiao building Principal, Kindom Automobile President, HCVS Parents' meeting

List of Candidates for Independent Director :

Categories of candidates	Name	Number of shareholding	Major Education (Experience)
Independent Director	Chuang, Chin-Te	0	Graduated from Yu Da High School of Commerce and Home Economics, Integrated Business Department Administrative Assistant, The First Credit Cooperative Of Hsinchu Deputy General Manager, The First Credit Cooperative Of Hsinchu
Independent Director	Peng, Hsien-Chung	0	Doctor, Economic Law, Tianjin Nankai University MBA, Royal University of Canada Master, NYCU, Industrial Disaster Prevention Department of Mechanics, Taiwan Tech Department of Mechanics, Taipei Tech Independent Administrative Institution Japan Student Services Organization Alderman, Hsinchu City Council Manager, Kezhan Industrial Company Yutai Fire Technician Office Director, Japanese Business Taiwan Electric Materials Corporation Legal Counsel, Sungreen Energy Technology Corp. Director, 3I Agriculture Technology, Ltd.
Independent Director	Lin, Jung-Yi	0	Law Department, Fu Jen Catholic University Institute of Law, NCCU Prosecutor, Xinbei District Court Presiding Lawyer, Hengsheng Lawfirm Director, Kinmen Kaoliang Liquor Inc. Director, Taiwan Sports Lottery Co., Ltd Director, Hold Jinn Electronics Co., Ltd. Director, Max Zipper Co., Ltd. Independent Director, Taihan Precision Technology Co., Ltd.
Independent Director	Wang, Hsin-Fa	0	Department of Pharmacy, Taipei Medical University EMBA Master On-the-Job Postgraduate, Taiwan Tech Chairman, Seehigh Biotech Co., Ltd.

Appendix 10. Details of Directors' Part-Time in Other Companies

Title	Name	Part-time situation
Director	Yeeh Ding Corp. Representative: Chuang, Ching-Chi	Lianyungang Rongding Metal Co., Ltd./Chairman
Director	Chuang, Jui-Yang	Lianyungang Rongding Metal Co., Ltd./Director
		Chung Tai Resource Technology Corp./Director
		Su Fong Enterprise Co., Ltd/ Director
Director	Chuang, Jui-Chin	Lianyungang Rongding Metal Co., Ltd./Director
Director	Cheng, Kuang-Chieh	Chung Tai Resource Technology Corp./ Chairman
		Zhejiang Taiwei Environmental Technology Co., Ltd./ Chairman
		Chase Sustainability Technology Co., Ltd./ Director
		Cleanaway Company Limited./Director
		Top-Comment Resources Company Limited/ Supervisor
Director	Huang, Jih-Tung	Dafu Environmental Protection Technology Co. Ltd/ Chairman

Annex

Annex 1. Share Ownership of Directors

1. The Company's paid-in capital is NT\$1,199,276,600, and the number of issued shares is 119,927,660 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 29, 2022) for the shareholders' meeting, the number of shares held by directors as recorded in the shareholders' register:

Title	Name	Shares Held
Chairman	Yeeh Ding Corp. Representative: Chuang, Ching-Chi	14,659,277
Director	Chuang, Jui-Yuan	6,654,892
Director	Yeeh Ding Corp. Representative: Wu, Nan-Ming	14,659,277
Director	Chuang, Jui-Chin	5,039,098
Director	Fan, Chen-Chun	92,981
Total number of shares held by all directors		26,446,248
Independent Director	Peng, Ching-Hua	0
Independent Director	Chuang, Chin-Te	0
Independent Director	Cheng, Kuang-Chieh	0
Total number of shares held by all independent directors		0

Annex 2. Articles of Incorporation

Jiin Yeeh Ding Enterprise Corp. Articles of Incorporation

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 percent 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 percent–15 percent 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 percent 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 percent 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 percent 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 percent 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 percent 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. 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:
- I. Basic requirements and values: Gender, age, nationality, and culture.
 - II. Professional knowledge and skills: Professional background (such as law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.
- 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.
- 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. The Company's Board of Directors shall consider adjusting its composition based on the results of performance evaluation.
- 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."
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 be implemented in accordance with the "Code of Practice for Listed Over-the-counter Corporate Governance."
- 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.
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.

- 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.
- 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 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.
- 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 A ballot is deemed void if any of the following circumstances occurs:
- I. The ballot is not prepared by parties entitled to convene the meeting.
 - II. Any blank ballot cast in the ballot box.
 - III. Any ballot with illegible writing rendering it unrecognizable, or any ballot with alterations.
 - IV. Where the name of a candidate entered in the ballot is not consistent with that in the list of director candidates.
 - V. A ballot with other words or marks are entered in addition to the number of voting rights allocated.
- Article 11 Votes shall be counted on the spot upon completion of casting the ballots, and the election results, including elected directors and the number of votes they won, shall be announced by the chair on the spot.
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 12 The Board of Directors of the Company shall deliver a written notification to each of the elected directors.
- Article 13 The Rules and any amendments hereof shall be entered into force after being resolved at the shareholders' meeting.

Annex 5. Acquisition or Disposal of Assets Management Procedures

Jiin Yeeh Ding Enterprise Corp. Acquisition or Disposal of Assets Management Procedures

Article 1: Purpose

This procedure is designed to protect the company's assets and to ensure the disclosure of information.

Article 2: Act on the basis of:

This procedure is formulated in accordance with Article 36 (1) of the Securities and Exchange Act (hereinafter referred to as the Act) and the relevant provisions of the "Guidelines for Handling assets Acquired or Disposed of by Publicly issued Companies" issued by the Securities and Futures Regulatory Commission of the Ministry of Finance (CSRC) letter No. 0910006105 dated December 10, 2002.

Article 3: The scope of application of assets referred to in this procedure is as follows:

- I. Investments in stocks, government bonds, corporate bonds, financial bonds, securities of commendation funds, depositary receipts, warrants, beneficiary securities and asset-based securities, etc.
- II. Immovable property (including land, houses and buildings, investment immovable property, land use rights, and inventories of construction industry) and equipment.
- III. Membership card
- IV. Intangible assets: Including intangible assets such as patent rights, Copyrights, trademarks and concessions.
- V. Right-of-use assets.
- VI. Derivative commodity.
- VII. Assets acquired or disposed of by merger, partition, acquisition or transfer of shares pursuant to act.
- VIII. Other important assets.

Article 4: Definition of nouns

- I. Derivative commodity: Refers to its value by a given interest rate, financial instruments, prices, commodity prices, exchange rates, prices or rate index, the credit rating or credit index or other variables of forward contracts and options contracts, futures contracts, leverage margin contract, exchange contract, the combination of the above contract, or embedded derivatives combined contract or structured products, etc. The term "forward contract" does not include insurance contract, performance contract, after-sales service contract, long-term lease contract and long-term import (sales) contract.
- II. Assets acquired or disposed of by merger, partition, acquisition or transfer of shares pursuant to act: Assets acquired or disposed of by merging, dividing or acquiring under the Merger and Acquisition Act, the Financial Holding Company Act, the Merger of financial Institutions Act or any other law, or by issuing new shares under Item 6 of Article 156 of the Company Act (hereinafter referred to as share transfer).
- III. Related persons, subsidiaries: It shall be identified in accordance with the financial reporting standards of securities issuers.
- IV. Professional valuer: Refers to the real estate appraiser or other real estate and equipment appraisal business according to law.
- V. Date of fact Refers to the transaction signing date, payment date, entrusted closing date, transfer date, resolution date of the board of directors or other date with sufficient funds to determine the transaction object and transaction amount. However, for investors requiring approval by the competent authority, the date mentioned above or the date of receipt of approval by the competent authority shall prevail.

- VI. Investment in Mainland China: Refers to the mainland investment in accordance with the measures for permitting investment or technical cooperation in the mainland issued by the Investment Commission of the Ministry of Economic Affairs.
- VII. The term "within one year" refers to the date on which the assets are acquired or disposed of, one year retroactively calculated, and part of the assets already announced will not be included.
- VIII. The term "most recent financial statements" refers to the financial statements that the company has made public in accordance with the law and which have been verified, approved or reviewed by accountants before acquiring or disposing of assets.

Article 5: Investment quota for non-business real estate and negotiable securities

The amount of assets acquired by the Company and its subsidiaries is as follows:

- (I) The total amount of immovable property not for business use shall not be higher than the net equity value of the company in the most recent financial statements.
- (II) The total amount of long-term and short-term securities invested shall not be higher than the net value of the latest financial statements.
- (III) The amount invested in individual securities shall not exceed 50 percent of the net value of the most recent financial statements

Article 6: The valuation report acquired by the Company or the opinion written by the professional valuer and his or her assessor the accounting lawyer or the securities underwriter shall meet the following requirements:

- I. he has not been sentenced to fixed-term imprisonment of more than one year for violating this Law, the Company Law, the banking law, the insurance law, the financial holding Company law, the commercial accounting law, or for fraud, breach of trust, embezzlement, forgery of documents or criminal acts in business However, this restriction shall not apply if three years have elapsed since the completion of the execution, the expiration of the probation or the pardon.
- II. It is not a related party or a substantially related party to the transaction.
- III. If the company should acquire the appraisal reports of more than two professional appraisers, the appraisers or appraisers of different professions shall not be related to each other or have substantial relationship with each other.

The personnel referred to in the preceding paragraph shall handle the appraisal report or opinion according to the following matters:

- I. Before accepting a case, one should carefully evaluate one's own professional ability, practical experience and independence.
- II. Check the execution of cases, appropriate procedures shall be properly planned and implemented so as to form conclusions and issue reports or opinions based on them; And the implementation of the procedures, data collection and conclusions are detailed in the case working paper.
- III. The completeness, correctness and rationality of the data sources, parameters and information used shall be evaluated item by item, so as to serve as the basis for issuing valuation reports or opinions.
- IV. The declaration shall include the professionalism and independence of the relevant personnel, the assessment that the information used is reasonable and correct, and the compliance with relevant laws and regulations.

Article 7: Procedures for acquiring or disposing of real property or equipment

I. Assessment and operational procedures

The acquisition or disposal of real estate and equipment shall be handled according to the company's fixed assets circulation procedures of the company's internal control system.

II. Procedures for determining trading terms and authorized amounts

(I) To acquire or dispose of immovable property, the transaction conditions and transaction prices shall be determined by referring to the announced present value, assessed value and actual transaction price of adjacent immovable property, etc., and an analysis report shall be prepared and submitted to the chairman. If the amount is less than NT \$20 million, the

analysis report shall be submitted to the chairman for approval and submitted to the latest board meeting afterwards. If the amount exceeds NT \$20 million, it shall be approved by the board of directors.

(II) The acquisition or disposal of equipment shall be made by inquiry, price comparison, negotiation or bidding. If the amount is less than NT \$5 million (inclusive), the acquisition or disposal of equipment shall be submitted to the chairman for approval according to the authorized method; If the amount exceeds NT \$5 million, it shall be submitted to the chairman for approval and approved by the board of directors.

(III) If the acquisition or disposal of assets by the Company shall be approved by the board of directors in accordance with the prescribed handling procedures or other legal provisions, the Company shall report the director's objection to the shareholders' meeting for discussion, if any director expresses his objection in record or written statement. In addition, if the company has set up independent directors, when the acquisition or disposal of assets transaction is submitted to the board of directors for discussion in accordance with the provisions, the opinions of the independent directors shall be fully considered, and the opinions and reasons of their agreement or objection shall be recorded in the meeting minutes.

III. Perform unit

When the company acquires or disposes of real property or equipment, the use department and the management department shall be responsible for the execution after the examination and approval according to the authority specified in the preceding paragraph.

IV. Real estate or equipment appraisal report

The company's acquisition or disposal of real estate, equipment or its right-of-use assets, except for transactions with domestic government agencies, construction by itself, construction by leasing, or acquisition of, In disposing of machinery and equipment for business use or its right-of-use assets, if the transaction amount is 20 percent of the paid-in capital of the company or more than NT\$300 million, the company shall acquire the appraisal report issued by a professional appraiser prior to the occurrence of the fact and comply with the following provisions.

(I) If limited price or specific price or special price is required as the reference basis of transaction price due to special reasons, the transaction shall be first proposed and approved by the resolution of the board of directors; The same applies to any subsequent change in the terms and conditions of the transaction.

(II) If the transaction amount is over NT\$1 billion, it shall be appraised by two or more professional valuers.

(III) Professional valuation results under any of the following circumstances, in addition to the assets valuation results are higher than transaction amount, or dispose of assets valuation results are below the transaction amount, should contact please certified public accountants for according to the accounting research development foundation, the auditing standards issued by the bulletin NO.20 regulations, and the differences between the cause and the market price of proper sex said specific advice:

1. The difference between the valuation result and the transaction amount is more than 20 percent of the transaction amount.

2. The difference between the appraisal results of two or more professional appraisers is more than 10 percent of the transaction amount.

(IV) The date of the report issued by the professional appraiser and the date of the contract establishment shall not exceed three months. However, if it applies to the present value of the same announcement within six months, a written opinion may be issued by the original professional appraiser.

(V) If the company has acquired or disposed of assets through the auction procedure of the court, the certification documents issued by the court can replace the appraisal report or the opinions of accountants.

Article 8: Procedures for acquiring or disposing of securities investment

I. Assessment and operational procedures

The purchase and sale of the company's long-term and short-term securities shall be conducted in accordance with the company's internal control system.

II. Procedures for determining trading terms and authorized amounts

(I) In centralized trading market or for buying and selling securities, a securities firm the business premises shall be responsible for unit according to the market to decide, the amount in the nt \$one hundred million or more, and more than one hundred million yuan of the new Taiwan dollar ten thousand yuan of parts, each with sanction by the chairman of the board and to a recent later will be reported to the board, at the same time put forward long, Only after the analysis report of unrealized profits or losses of short-term marketable securities.

(II) Than in the centralized trading market or business premises of a securities firm for securities trading, should be on first before it happened with target company for visa or the most recent HeYue financial statements for evaluating market price reference, we consider the net value of a share, profitability, and future development potential, its equity investment shall not be higher than the total net value of the most recent financial statements; The limit of investment in individual securities shall be 50 percent of the net value of the most recent financial statement, which shall be approved by the chairman of the board of directors and reported at the latest meeting of the board of directors after the investment, and an analysis report on unrealized profits or losses of long and short term securities shall be submitted.

(III) If the acquisition or disposal of assets by the Company shall be approved by the board of directors in accordance with the prescribed handling procedures or other legal provisions, the Company shall report the director's objection to the shareholders' meeting for discussion, if any director expresses his objection in record or written statement. In addition, if the company has set up independent directors, when the acquisition or disposal of assets transaction is submitted to the board of directors for discussion in accordance with the provisions, the opinions of the independent directors shall be fully considered, and the opinions and reasons of their agreement or objection shall be recorded in the meeting minutes.

III. Perform unit

When the company invests in long-term and short-term securities, the accounting unit shall be responsible for the execution of the investment after the examination and approval of the company according to the authority specified in the preceding paragraph.

IV Acquire expert advice

(I) The company trading amount of paid-in capital 20 percent or NT\$300 million or above, and shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price, accounting for the experts reporter, in accordance with the auditing standards issued by the accounting research and development foundation bulletin No.20 regulations. However, this restriction does not apply if the securities are quoted publicly in an active market or otherwise provided by the Financial Supervisory Commission.

(II) If the company acquires or disposes of assets through the auction procedures of the court, the certification documents issued by the court can replace the appraisal report or the opinions of accountants.

Article 9: Related party transaction processing procedures

I. Or dispose of assets the company and related parties, except in accordance with the article 7 to acquire real estate processing procedure, it should be in accordance with the following provisions of the relevant resolution procedures and evaluate rationality matters such as conditions, the company's total assets transaction amount of 10 percent above, should also be in accordance with the preceding section provisions issued by the professional valuer valuation report or accounting advice. In addition, when judging whether the object of transaction is a relation, we should not only pay attention to its legal form, but also consider the substantive relation.

II. Assessment and operational procedures

The company acquires or disposes of real estate or its right-of-use assets from related parties,

or acquires or disposes of real estate or other assets other than its right-of-use assets from related parties, and the transaction amount is up to 20 percent of the paid-in capital of the company, 10 percent of the total assets or more than NT\$300 million, the following information shall be submitted to the audit committee and the board of directors for approval before the transaction contract is signed and payment made:

- (I) The purpose, necessity and expected benefits of acquiring or disposing of assets.
- (II) The reasons for selecting the relevant party as the transaction object.
- (III) The relevant materials to evaluate the reasonableness of the proposed transaction terms in accordance with the provisions of subparagraphs (I) and (IV) of paragraph 3 of this article when acquiring the immovable property or its right-of-use assets from the related parties.
- (IV) The date and price of the original acquisition by the relevant party, the transaction object and its relationship with the company and the relevant party, etc.
- (V) Cash receipts and expenditures forecast for each month of the next year from the expected month of the contract, and evaluate the necessity of transactions and the rationality of fund utilization.
- (VI) Appraisal report issued by a professional appraiser or accountant's opinion acquired in accordance with paragraph 1 of this article.
- (VII) Restrictions on this delivery and other important agreements.

The calculated the first item and the amount of the transactions referred to in the preceding paragraph shall be in accordance with the "public company or dispose of assets management guidelines" paragraph 2, article 31 of the regulations, and that in a year is based on the date of occurrence of the transaction the fact, going back calculated for a year, has been submitted to the shareholders' committee according to the provisions of this code, the audit committee and the board of directors by acknowledging some free enter.

After setting up independent directors, the company shall fully consider the opinions of the independent directors when submitting the transaction of acquired or disposed assets to the board of directors for discussion in accordance with the provisions of the preceding paragraph. If the independent directors have any objection or reservation, they shall record them in the board of directors' record.

III The rationality evaluation of transaction cost

- (I) If the Company acquires real estate or its right-of-use assets from related parties, it shall evaluate the reasonableness of transaction costs according to the following methods:
 - 1. According to the transaction price of the related party, the necessary capital interest and the legal costs borne by the buyer shall be added. The interest cost of necessary funds shall be calculated based on the weighted average interest rate of borrowings in the year when the company purchases assets, but it shall not be higher than the highest interest rate of borrowings in non-financial industries published by the Ministry of Finance.
 - 2. If the related party has set up a mortgaged borrower with the subject matter to the financial institution, the financial institution has assessed the total value of the loan of the subject matter, provided that the cumulative value of the actual loan of the subject matter to the financial institution has reached more than 70 percent of the total value of the loan and the loan period has been more than one year. However, it does not apply if the financial institution and one party of the transaction are mutually related parties.
- (II) In the case of the combined purchase or lease of land and houses of the same subject matter, the transaction costs of the land and houses shall be assessed separately according to any of the methods listed in the preceding paragraph.
- (III) The company shall evaluate the cost of the real estate or its right-of-use assets acquired from related parties in accordance with the provisions of subparagraphs (I) and (II) of paragraph 3 of this article, and shall consult an accountant for review and specific opinions.
- (IV) If the company acquires real estate or its right-of-use assets from related parties according to the provisions of paragraph 3 (I) (II) of this article, the evaluation result is lower than the transaction price, the company shall deal with in accordance with

paragraph 3 (V) of this article. However, under the following circumstances, objective evidence and specific reasonable opinions from professional appraisers and accountants of real estate shall not be provided:

1. A related party who has acquired raw land or leased land for further construction needs to prove that one of the following conditions is met:

(1) Where the property is assessed in accordance with the method prescribed in the preceding article and the reasonable construction profit is added to the construction cost of the related party, the total amount of which exceeds the actual transaction price. The term "reasonable construction profit" shall be determined by whichever is lower than the average operating gross profit rate of the construction department of the relevant party in the last three years or the latest gross profit rate of the construction industry published by the Ministry of Finance.

(2) Other non-related transactions within one year on other floors of the same subject matter premises or in adjacent areas of similar size and on similar terms based on the assessment of reasonable floor or district price differences due to the practice of real estate sale or lease.

(3) Other non-related party leasing cases of other floors of the same property within one year, and the transaction conditions are estimated to be equivalent according to the reasonable floor price difference according to the practice of real estate leasing.

2. The company proves that the real estate purchased or leased from a related party and the transaction conditions are similar to and the area is similar to other non-related party transactions in the neighboring area within one year. In the case of transactions in neighboring areas mentioned above, the principle shall be the same street or adjacent street with a radius of less than 500 meters from the transaction object or the announced present value of the same street or adjacent street; If the area is similar, the principle is that the area of other non-related transaction cases shall not be less than 50 percent of the area of the subject matter; The term "one year" mentioned above refers to the date of the acquisition of the immovable property or the assets with the right-of-use it as the base and is calculated retrospectively one year in advance.

(V) If the company acquires real estate or its right-of-use assets from related parties and the evaluation result is lower than the transaction price according to the provisions of paragraph 3 (I) (II) of this article, the company shall handle the following matters. And our company and our company investment by the equity method to evaluation of a public company through the foregoing listed special surplus reserves, should initiate high price to buy the assets of the tenant has recognized depreciation losses or disciplinary action or termination of the lease or for appropriate compensation or restoration, or have other evidence is reasonable, and subject to consent by the financial supervisory commission, to use the surplus reserves in particular.

1. The Company shall, in accordance with item 1 of Article 41 of the Securities Exchange Law, set aside special surplus reserve for the difference between the transaction price of the real estate or the assets used by it and the appraisal cost, and shall not allocate or transfer to capital increase and allotment. If the investor evaluated by equity method for the investment of the company is a publicly issued company, it shall also set aside the special surplus reserve in proportion to the proportion of its shareholding in accordance with paragraph 1 of Article 41 of the Securities Exchange Law.

2. The independent directors of the Audit Committee shall act in accordance with Article 228 of the Company Law and Article 14/4 of the Securities and Exchange Act.

3. The handling situation of point 1 and Point 2 of sub-paragraph 3 (V) of this paragraph shall be reported to the shareholders' meeting, and the detailed contents of the transaction shall be disclosed in the annual report and the public manual.

(VI) If the company acquires real estate or its right-of-use assets from related parties under any of the following circumstances, it shall proceed according to the evaluation and operation procedures stipulated in Item 1 and Item 2 of this article, instead of the evaluation on the reasonableness of transaction costs stipulated in item 3 (I) (II) (III) of

this Article.

1. The related party has acquired real property or the assets to use it by inheritance or gift.
2. More than five years have passed since the parties contracted to acquire the real property or its right-of-use assets.
3. Signing joint construction contracts with related parties, or leasing real estate from the local construction committee, etc., inviting related parties to build real estate and acquiring real estate.
4. The Company and its subsidiaries, or its subsidiaries that directly or indirectly hold 100 percent of the issued shares or total capital, acquire right-of-use assets of real estate for business use.

(VII) If the Company acquires real estate or its right-of-use assets from related parties and other evidence shows that the transaction is in violation of business practices, the company shall also handle the transaction according to the provisions of Item 3 (V) of this Article.

Article 10: Procedures for acquiring or disposing of membership cards or intangible assets

I. Assessment and operational procedures

The company's acquisition or disposal of membership cards or intangible assets shall be handled according to the fixed assets circulation procedures of the company's internal control system.

To acquire or dispose of membership cards, relevant price information shall be collected in advance, and price comparison or negotiation shall be adopted. To acquire or dispose of intangible assets, relevant price information shall be collected in advance and the transaction price shall be determined by careful evaluation of relevant laws and contracts.

II. Procedures for determining trading terms and authorized amounts

1. To acquire or dispose of membership cards, an analysis report shall be prepared and submitted to the General Manager with reference to the fair market price, transaction conditions and transaction prices. If the amount of the analysis report is less than 1 percent of the paid-in capital or NT\$300 million, the report shall be submitted to the General Manager for approval and submitted to the latest board meeting afterwards; If the amount exceeds NT\$300 million, it shall be approved by the board of directors.

2. To acquire or dispose of immovable property, the transaction conditions and transaction prices shall be determined by referring to the announced present value, assessed value and actual transaction price of adjacent immovable property, etc., and an analysis report shall be prepared and submitted to the chairman. If the amount is less than NT \$20 million, the analysis report shall be submitted to the chairman for approval and submitted to the latest board meeting afterwards. If the amount exceeds NT \$20 million, it shall be approved by the board of directors.

3. If the acquisition or disposal of assets by the Company shall be approved by the audit Committee and the board of directors in accordance with the prescribed disposal procedures or other legal provisions, the Company shall report the director's objection to the shareholders' meeting for discussion, if any director expresses his objection in record or written statement. In addition, if the company has set up independent directors, when the acquisition or disposal of assets transaction is submitted to the board of directors for discussion in accordance with the provisions, the opinions of the independent directors shall be fully considered, and the opinions and reasons of their agreement or objection shall be recorded in the meeting minutes.

III. Perform unit

When the company acquires or discards membership cards or intangible assets, the user department and the financial department or the administrative department shall be responsible for the execution after the verification according to the authority specified in the preceding paragraph.

IV. Membership card or intangible asset expert evaluation opinion report

1. If the transaction amount of membership card acquired or disposed by the company is 1 percent of paid-in capital or more than NT\$300 million, the company shall ask an expert to

issue an appraisal report.

2. If the transaction amount of intangible assets acquired or disposed of by the company amounts to 10 percent of paid capital or more than NT\$20 million, the company shall ask an expert to issue an appraisal report.

3. If the transaction amount of membership card or intangible asset acquired or disposed of by the company amounts to 20 percent of the paid-in capital of the company or exceeds NT \$300 million, and shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price, accountants and should be in accordance with the accounting research and development foundation of the auditing standards bulletin NO.20 regulations.

V. The Company shall not waive the capital increase of Grand Tone Enterprise Company Limited and Gold Finance Limited (Samoa) in future years, and any waiver of any future capital increase or disposal of the shares of the aforesaid company shall be subject to the special resolution of the Board of directors of the Company.

Article 11: Procedures for acquiring or disposing of creditor's rights of financial institutions

In principle, the company will not engage in the transaction of acquiring or disposing of the creditor's rights of financial institutions. If the company intends to engage in the transaction of acquiring or disposing of the creditor's rights of financial institutions, it will submit to the board of Directors for approval before formulating the evaluation and operation procedures.

Article 12: Procedures for acquiring or disposing of derivative products

When the Company engages in derivatives trading, it shall be governed by the "Administrative Measures for Derivatives Trading" of the Company.

Article 13: To handle the procedures of merger, division, acquisition or share transfer

I. Assessment and operational procedures

(I) When the company conducts merger, division, acquisition or share transfer, it shall appoint lawyers, accountants and underwriters to jointly discuss the estimated schedule of legal procedures, and organize a special team to implement the procedures in accordance with the legal procedures. Prior to the resolution of the board of directors, an accountant, a lawyer or a securities underwriter shall be invited to express opinions on the ratio of stock exchange, the purchase price or the reasonableness of cash or other property allocated to shareholders, which shall be submitted to the board of directors for discussion and approval. However, the company may not acquire a reasonable opinion from a prior expert in the merger of its subsidiaries which directly or indirectly hold 100 percent of the issued shares or total capital or among its subsidiaries which directly or indirectly hold 100 percent of the issued shares or total capital.

(II) The Company shall prepare a public document addressed to shareholders prior to the shareholders' meeting of the important contents of the merger, division or acquisition and related matters, together with the expert opinions in paragraph (I) of paragraph 1 of this article and the shareholders' meeting notice, for reference whether to approve the merger, division or acquisition. However, in accordance with the provisions of other laws, shareholders' meeting may be exempted from resolution on merger, division or acquisition. In addition, participate in the merger, division, or acquisition of the company, the shareholders' committee of either party, the lack of attendance, voting rights, or other legal restrictions, not meeting, resolution, or veto the bill by the shareholders' committee, participate in the merger, division, or acquisition of the company shall be immediately closed to the public that causes, subsequent processing operations, and is expected to the date of the shareholders.

II. Other matters needing attention

(I) Date of the board of Directors A company participating in a merger, division or acquisition shall convene a board of directors and shareholders' meeting on the same day to decide on matters related to the merger, division or acquisition, unless otherwise stipulated by other laws or approved by the securities authority in advance due to special factors. Companies participating in share transfer shall hold the board of directors meeting on the same day unless

otherwise provided for by other laws or approved by securities authorities in advance due to special factors.

When the company participates in a merger, division, acquisition or share transfer, it shall make a complete written record of the following information and keep it for five years for reference:

1. Basic personnel information: Including the title, name and ID card number (passport number for foreigners) of all persons involved in the merger, partition, acquisition or share transfer plan or the execution of the plan prior to the disclosure of the information.
2. Important dates: This includes the date of execution of a letter of intent or memorandum, appointment of financial counsel, deed and board of directors.
3. Important documents and Proceedings: Including plans of merger, division, acquisition or transfer of shares, letters of intent or memoranda, important deeds and board minutes.
4. A company participating in merger, division, acquisition or share transfer that is listed or whose shares are traded at the business premises of a securities firm shall, within two days from the date of adoption of the resolution of the board of Directors, submit the information in the first and second paragraphs of the preceding paragraph to the commission through the Internet information system in the prescribed format for reference.

Where the company participates in the merger, division, acquisition or share transfer of a company that is not listed or whose shares are traded at the business premises of a securities firm, the Company shall enter into an agreement with the company and execute the agreement in accordance with relevant provisions.

(II) Prior confidentiality commitment All participating distribution company merger, division, or acquisition of shares or the transferee of the plan, shall issue a written confidentiality commitment, in the message, the content of the plan may not be external leakage, nor may it or use the name of another person by buying and selling shares and merger, division, or the transferee in all the company's shares and other associated with characteristics of equity securities.

(III) The principle of determining and changing the share exchange ratio or purchase price: The company participating in the merger, division, acquisition or transfer of shares shall, before the board of directors of both parties, invite accountants, lawyers or securities underwriters to express opinions on the proportion of share exchange, the purchase price or the reasonableness of cash or other property allocated to shareholders, and report to the shareholders' meeting. In principle, the share exchange ratio or the purchase price shall not be arbitrarily changed, unless the conditions for the change have been stipulated in the contract and disclosed publicly, the exchange ratio or purchase price may be changed under the following conditions:

1. Handling cash capital increase, issuance and conversion of corporate bonds, free allotment, issuance of corporate bonds with warrants, special shares with warrants, warrants and other securities with equity nature.
2. Disposing of the company's material assets and other activities that affect the company's financial business.
3. Major disasters, major technological changes and other events affecting shareholders' rights and interests or securities prices of the company.
4. Adjustment of Treasury shares purchased back by either party of the company participating in merger, division, acquisition or share transfer according to law.
5. Increase or decrease in the number of entities or families involved in merger, division, acquisition or share transfer.
6. Other conditions which have been modified in the contract and have been publicly disclosed.

(IV) Contents to be contained in the contract: In addition to the provisions of Article 317 of the Company Law and Article 22 of the Enterprise Merger and acquisition Law, the contract for merging, dividing, acquiring or transferring a company shall contain the following items.

1. Handling of breach.
2. Principles for the disposal of previously issued securities of equity nature or repurchased Treasury shares of the company which is eliminated or divided as a result of merger.
3. The number of Treasury stocks that the participating companies need to buy back in

accordance with the law after the base date of calculating the share exchange ratio and the handling principles thereof.

4. Handling method of increase or decrease in the number of participants or families.

5. Estimated plan execution progress and completion schedule.

6. If the plan is not completed within the time limit, relevant procedures such as the scheduled date of the shareholders' meeting shall be ordered by law.

(V) When the number of companies involved in merger, division, purchase or share transfer changes: Participate in the merger, division, or shares of the transferee company to any party information made public, such as plans to merge with other companies for segmentation, acquisition of shares or the transferee in addition to participate in the number of reduced, and the shareholders' committee resolution and authorize the board of directors have to change the permissions, participate in the company need not meeting a re-run of the shareholder's resolution, the merger, division, In the case of a takeover or share transfer, any completed procedure or legal action shall be re-undertaken by all participating companies.

(VI) To participate in the merger, division, or shares of the transferee company has not a public company, the company must sign an agreement with, and in accordance with paragraph 2 (I) of this article for a date of the board Prior confidentiality commitment, the first paragraph (II) (V) to participate in the merger, division, the acquisition of companies or shares of the transferee addend changes regulations.

Article 14: Information disclosure procedures

I. Declaration items and declaration standards should be announced

(I) Acquire or dispose of immovable property or its right-of-use assets from a related person, or acquire or dispose of immovable property or other assets other than its right-of-use assets from a related person, and the transaction amount is 20 percent of the paid-in capital of the company or 10 percent of the total assets or more than NT \$300 million. However, the trading of domestic bonds or bonds subject to buy-back or sell-back conditions shall not be subject to this restriction

(II) Merger, division, acquisition or transfer of shares

(III) Losses from trading derivatives up to the maximum amount of total or individual contract losses specified in the prescribed procedure.

(IV) Assets acquired or disposed of are equipment for business use or its right-of-use assets, and the transaction object is not a related party, and the transaction amount is up to one of the following provisions:

1. A public offering company with paid-up capital less than NT \$10 billion and a transaction amount of NT \$500 million or more.

2. Public companies with paid-up capital of more than NT \$10 billion and transaction amount of more than NT \$1 billion.

(V) The company engaged in construction business acquires or disposes of the immovable property or its right-of-use assets for construction, and the transaction object is not a related party, and the transaction amount is more than NT \$500 million; Among them, the paid-in capital is more than NT \$10 billion, and the transaction amount is more than NT \$1 billion if the transaction object is not related party.

(VI) The company is expected to invest more than NT \$500 million to acquire the immovable property in the way of self-construction, leasing, co-construction subdivision, co-construction sharing and co-construction subsale, and the transaction object is not a related party.

(VII) In the case of asset trading, disposal of creditor's rights by financial institutions or investment in mainland China other than those mentioned in the preceding six paragraphs, the transaction amount amounts to 20 percent of paid-in capital of the company or more than NT \$300 million. However, the following circumstances do not apply:

1. Buying and selling domestic bonds.

2. Trading of securities on domestic and overseas stock exchanges or the business premises of securities firms specializing in investment.

3. Buying and selling bonds with buy-back and sell-back conditions.

(VIII) The transaction amount in the foregoing paragraphs 4 to 7 shall be calculated as follows, and the year mentioned in the preceding paragraph shall be based on the actual date of the transaction, and shall be calculated retrospectively for one year, which has been exempted from the announcement in accordance with the provisions.

1. Amount per transaction.
2. Amount accumulated within one year of acquiring or disposing of the same subject transaction of the same nature with the same counterpart.
3. Amount acquired or disposed of (acquired or disposed of separately accumulated) the real estate or its right-of-use assets of the same development plan within one year.
4. Amount acquired or disposed of (acquired or disposed of separately accumulated) of the same negotiable securities within one year.

II. Time limit for handling announcements and declarations

If the assets acquired or disposed of by the company have the items to be announced in the first paragraph of this article and the transaction amount reaches the standards to be announced in this article, the company shall make a public declaration within two days after the fact occurs.

III. Announcement reporting procedure

- (I) The Company shall declare the relevant information on the website designated by the Securities and Futures Commission.
- (II) The Company shall, on a monthly basis, input the information of the Company and its non-domestic publicly issued subsidiaries engaged in derivatives trading up to the end of the previous month on the information reporting website designated by the SFC in accordance with the prescribed format.
- (III) If there are mistakes or omissions in the announcement of the items which should be announced according to the provisions of the Company and should be corrected, the company shall re-announce and declare all the items within two days after it becomes aware of them.
- (IV) When acquiring or disposing of assets, the Company shall keep relevant contracts, journals, reference books, valuation reports, opinions written by accountants, lawyers or securities underwriters in the Company, except as otherwise provided by other laws, for at least five years.
- (V) The company shall, within two days from the date of the occurrence of any of the following circumstances after the transaction is announced and declared in accordance with the provisions of the preceding article, handle the announcement and declaration on the website designated by the Commission with relevant information:
 1. There is any change, termination or rescission of the contract signed by the original transaction.
 2. The merger, partition, acquisition or transfer of shares is not completed in accordance with the schedule set forth herein.
 3. The content of the original announcement has been changed.

IV. Format of Announcement

- (I) If the company buys and sells securities of parent-subsidary companies or affiliated enterprises in centralized trading markets or over-the-counter trading centers at home and abroad, the announcement format of matters and contents shall be as shown in Annex II.
- (II) In the case of acquiring immovable property by means of self-construction, joint construction of sub-houses, joint construction of sub-sale, joint construction of sub-houses, joint construction of sub-sale, the announcement format of matters and contents shall be as shown in Annex III
- (III) The announcement format of acquiring or disposing of immovable property and other fixed assets and acquiring immovable property from related parties is as shown in Annex IV.
- (IV) The format of announcement for trading of securities, membership certificates and intangible assets and disposition of creditor's rights by financial institutions other than

in the centralized trading market or the business premises of securities firms is as shown in Annex V.

- (V) The announcement format of investment in mainland China is shown in Annex VI.
- (VI) For a trader of derivative commodities, the format of the announcement made within two days after the occurrence of the fact is as shown in Annex VII - I.
- (VII) For traders of derivative commodities, the announcement format of the announcement before the 10th day of each month is as shown in Appendix VII - II.
- (VIII) The announcement of merger, division, acquisition or share transfer shall be in the format of Annex VIII.

Article 15: The subsidiaries of the company shall comply with the following provisions:

I. The Subsidiary shall also formulate the "Asset acquisition or Disposal Management Procedures" in accordance with the relevant provisions of the "Standards for Handling the Acquisition or Disposal of Assets by Publicly Issued Companies", which shall be approved by the board of Directors of the subsidiary, and the same shall apply if amended.

II. If a subsidiary is not a publicly issued company and has acquired or disposed of assets, the parent company shall be responsible for the acquisition or disposal of assets that shall be declared publicly as stipulated in Chapter III of the "Standards for handling assets Acquired or Disposed of by Publicly issued Companies".

III. The provisions concerning paid-in capital or total assets of the aforesaid standards shall apply to the subsidiary, the paid-in capital or total assets of the parent company shall prevail.

Article 16: Penalty

If any employee of the company violates the provisions of this procedure in acquiring and disposing assets, he/she shall report to the company regularly for assessment according to the company's personnel management rules and employee handbook, and be punished according to the seriousness of his/her circumstances.

Article 17: Implementation and revision

The "procedures for acquiring or disposing of assets" of the Company shall be approved by the audit committee and the board of directors and submitted to the shareholders' meeting for approval, and the same shall apply for amendment. If any director expresses his objection and there is a record or written statement, the company shall report the objection to the shareholders' meeting for discussion. In addition, if the company has set up independent directors, the "asset acquisition or disposal management procedures" shall be submitted to the board of directors for discussion, and the opinions and reasons of the independent directors shall be recorded in the minutes of the meeting.

Article 18: Miscellaneous

Anything not covered in this procedure shall be handled in accordance with relevant laws and regulations.